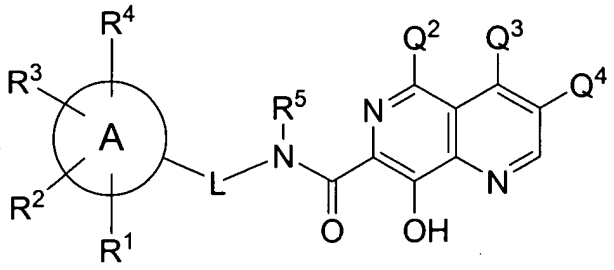
IN THE CLAIMS

The listing of the claims which follows replaces any and all prior versions and/or listings of the claims in the application.

1. (currently amended) A compound of Formula (I):



(I),

wherein A is phenyl or phenyl fused to a carbocycle to form a fused carbocyclic ring system;

A is substituted by R^1, R^2, R^3, and R^4;

L is a linker connecting a ring atom of A to the nitrogen of the -N(R^5)- moiety, wherein L is

(i) a single bond,
(ii) -(C_{1-6} alkyl)-,
(iii) -(C_{2-6} alkenyl)-,
(iv) -(C_{0-6} alkyl)-(C_{3-6} cycloalkyl)-(C_{0-6} alkyl)-, or
(v) -(C_{0-6} alkyl)-M-(C_{0-6} alkyl)-, wherein M is -N(R^a)-, -OC(=O)-, or -C(=O)O-; wherein the alkenyl in (iii) and the alkyls in (ii), (iv), and (v) are independently and optionally substituted with 1, 2, or 3 substituents independently selected from the group consisting of halogen, -OH, -C_{1-6} alkyl, -O-C_{1-6} alkyl, -CO_2R^a, -$CO_2(CH_2)_{1-2}R^k$, -C_{1-6} alkyl-OR^a, -R^k, -$(CH_2)_{1-2}R^k$, -$CH(OR^a)$-R^k, and -$CH(N(R^a)_2)$-R^k;

each of~~each of Q^1,~~ Q^2, Q^3, and Q^4 is independently

(1) -H,
(2) -C_{1-6} alkyl,
(3) -C_{1-6} haloalkyl,
(4) -O-C_{1-6} alkyl,
(5) -O-C_{1-6} haloalkyl,
(6) halo,
(7) -CN,
(8) -C_{1-6} alkyl-OR^a,

(9) -C_{0-6} alkyl-C(=O)R^a,

(10) -C_{0-6} alkyl-CO_2R^a,

(11) -C_{0-6} alkyl-SR^a,

(12) -$N(R^a)_2$,

(13) -C_{1-6} alkyl-$N(R^a)_2$,

(14) -C_{0-6} alkyl-C(=O)$N(R^a)_2$,

(15) -C_{0-6} alkyl-G-C_{1-6} alkyl-C(=O)$N(R^a)_2$, wherein G is O, S, N(R^a), or N(SO_2R^a),

(16) -N(R^a)-C(R^a)=O,

(17) -C_{1-6} alkyl-N(R^a)-C(R^a)=O,

(18) -C(=O)-N(R^a)-C_{1-6} alkyl-$[C(=O)]_{0-1}$-$N(R^a)_2$,

(19) -C(=O)-N(R^a)-C_{1-6} alkyl substituted with 1 or 2 -OR^a,

(20) -C_{0-6} alkyl-SO_2R^a,

(21) -C_{0-6} alkyl-N(R^a)SO_2R^a,

(22) -C_{2-6} alkenyl,

(23) -C_{2-6} alkenyl-C(=O)-$N(R^a)_2$,

(24) -C_{2-5} alkynyl,

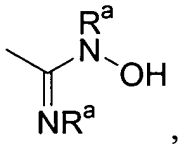
(25) -C_{2-5} alkynyl-$CH_2N(R^a)_2$,

(26) -C_{2-5} alkynyl-CH_2OR^a,

(27) -C_{2-5} alkynyl-$CH_2S(O)_n$-R^a, or

(28) 

,

(29) 

,

(30) -C(=NR^a)-$N(R^a)_2$,

(31) -N(R^a)-C_{1-6} alkyl-$S(O)_nR^a$,

(32) -N(R^a)-C_{1-6} alkyl-OR^a,

(33) -N(R^a)-C_{1-6} alkyl-$N(R^a)_2$,

(34) -N(R^a)-C_{1-6} alkyl-N(R^a)-C(R^a)=O,

(35) -N(R^a)-C_{0-6} alkyl-$[C(=O)]_{1-2}N(R^a)_2$,

(36) -N(R^a)-C_{1-6} alkyl-CO_2R^a,

(37) -N(R^a)C(=O)N(R^a)-C_{1-6} alkyl-C(=O)$N(R^a)_2$,

(38) -N(R^a)C(=O)-C_{1-6} alkyl-$N(R^a)_2$,

(39) -N(R^a)-SO_2-$N(R^a)_2$,

(40) -R^k,
(41) -C_{1-6} alkyl substituted with R^k,
(42) -C_{1-6} haloalkyl substituted with R^k,
(43) -C_{2-5} alkenyl-R^k,
(44) -C_{2-5} alkynyl-R^k,
(45) -C_{0-6} alkyl-O-R^k,
(46) -C_{0-6} alkyl-O-C_{1-6} alkyl-R^k,
(47) -C_{0-6} alkyl-$S(O)_n$-R^k,
(48) -C_{0-6} alkyl-$S(O)_n$-C_{1-6} alkyl-R^k,
(49) -O-C_{1-6} alkyl-OR^k,
(50) -O-C_{1-6} alkyl-O-C_{1-6} alkyl-R^k,
(51) -O-C_{1-6} alkyl-$S(O)_nR^k$,
(52) -C_{0-6} alkyl-$N(R^c)$-R^k,
(53) -C_{0-6} alkyl-$N(R^c)$-C_{1-6} alkyl substituted with one or two R^k groups,
(54) -C_{0-6} alkyl-$N(R^c)$-C_{1-6} alkyl-OR^k,
(55) -C_{0-6} alkyl-C(=O)-R^k,
(56) -C_{0-6} alkyl-$C(=O)N(R^a)$-R^k,
(57) -C_{0-6} alkyl-$N(R^a)C(=O)$-R^k,
(58) -C_{0-6} alkyl-$C(=O)N(R^a)$-C_{1-6} alkyl-R^k, or
(59) -C_{0-6} alkyl-$N(R^a)$-C_{0-6} alkyl-$S(O)_nR^k$;

each of R^1 and R^2 is independently:

(1) -H,
(2) -C_{1-6} alkyl,
(3) -C_{1-6} haloalkyl,
(4) -O-C_{1-6} alkyl,
(5) -O-C_{1-6} haloalkyl,
(6) -OH
(7) halo,
(8) -NO_2,
(9) -CN,
(10) -C_{1-6} alkyl-OR^a,
(11) -C_{0-6} alkyl-$C(=O)R^a$,
(12) -C_{0-6} alkyl-CO_2R^a,
(13) -C_{0-6} alkyl-SR^a,
(14) -$N(R^a)_2$,

(15) -C_{1-6} alkyl-$N(R^a)_2$,
(16) -C_{0-6} alkyl-$C(=O)N(R^a)_2$,
(17) -C_{1-6} alkyl-$N(R^a)$-$C(R^a)=O$,
(18) -SO_2R^a,
(19) -$N(R^a)SO_2R^a$,
(20) -C_{2-5} alkenyl,
(21) -O-C_{1-6} alkyl-OR^a,
(22) -O-C_{1-6} alkyl-SR^a,
(23) -O-C_{1-6} alkyl-NH-CO_2R^a,
(24) -O-C_{2-6} alkyl-$N(R^a)_2$,
(25) -$N(R^a)$-C_{1-6} alkyl-SR^a,
(26) -$N(R^a)$-C_{1-6} alkyl-OR^a,
(27) -$N(R^a)$-C_{1-6} alkyl-$N(R^a)_2$,
(28) -$N(R^a)$-C_{1-6} alkyl-$N(R^a)$-$C(R^a)=O$,
(29) -R^k,
(30) -C_{1-6} alkyl substituted with 1 or 2 R^k groups,
(31) -C_{1-6} haloalkyl substituted with 1 or 2 R^k groups,
(32) -C_{2-5} alkenyl-R^k,
(33) -C_{2-5} alkynyl-R^k,
(34) -O-R^k,
(35) -O-C_{1-6} alkyl-R^k,
(36) -$S(O)_n$-R^k,
(37) -$S(O)_n$-C_{1-6} alkyl-R^k,
(38) -O-C_{1-6} alkyl-OR^k,
(39) -O-C_{1-6} alkyl-O-C_{1-6} alkyl-R^k,
(40) -O-C_{1-6} alkyl-$S(O)_nR^k$,
(41) -C_{1-6} alkyl $(OR^b)(R^k)$,
(42) -C_{1-6} alkyl (OR^b)(-C_{1-6} alkyl-R^k) ,
(43) -C_{0-6} alkyl-$N(R^b)(R^k)$,
(44) -C_{0-6} alkyl-$N(R^b)$(-C_{1-6} alkyl-R^k),
(45) -C_{1-6} alkyl $S(O)_n$-R^k,
(46) -C_{1-6} alkyl $S(O)_n$-C_{1-6} alkyl-R^k,
(47) -C_{0-6} alkyl C(O)-R^k, or
(48) -C_{0-6} alkyl C(O)-C_{1-6} alkyl-R^k,

each of R^3 and R^4 is independently

(1) -H,
(2) halo,
(3) -CN,
(4) $-NO_2$,
(5) -OH,
(6) C_{1-6} alkyl,
(7) C_{1-6} haloalkyl,
(8) -O-C_{1-6} alkyl,
(9) -O-C_{1-6} haloalkyl,
(10) -C_{1-6} alkyl-OR^a,
(11) -C_{0-6} alkyl-$C(=O)R^a$,
(12) -C_{0-6} alkyl-CO_2R^a,
(13) -C_{0-6} alkyl-SR^a,
(14) $-N(R^a)_2$,
(15) -C_{1-6} alkyl-$N(R^a)_2$,
(16) -C_{0-6} alkyl-$C(=O)N(R^a)_2$,
(17) $-SO_2R^a$,
(18) $-N(R^a)SO_2R^a$,
(19) -C_{2-5} alkenyl,
(20) -O-C_{1-6} alkyl-OR^a,
(21) -O-C_{1-6} alkyl-SR^a,
(22) -O-C_{1-6} alkyl-NH-CO_2R^a, or
(23) -O-C_{2-6} alkyl-$N(R^a)_2$;

R^5 is

(1) -H,
(2) -C_{1-6} alkyl, optionally substituted with from 1 to 5 substituents independently selected from halogen, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, $-N(R^a)_2$, and $-CO_2R^a$;
(3) aryl optionally substituted with from 1 to 5 substituents independently selected from halogen, C_{1-6} alkyl, C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -S-C_{1-6} alkyl, -CN, and -OH, or
(4) -C_{1-6} alkyl substituted with R^k;

each R^a is independently -H, -C_{1-6} alkyl, or -C_{1-6} haloalkyl;

each R^b is independently:

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} haloalkyl,
(4) -R^k,
(5) -C_{2-3} alkenyl,
(6) -C_{1-4} alkyl-R^k,
(7) -C_{2-3} alkenyl-R^k,
(8) -$S(O)_n$-R^k, or
(9) -C(O)-R^k;

each R^c is independently

(1) -H,
(2) -C_{1-6} alkyl,
(3) -C_{1-6} alkyl substituted with -$N(R^a)_2$, or
(4) -C_{1-4} alkyl-aryl, wherein aryl is optionally substituted with 1 to 5 substituents independently selected from halogen, C_{1-6} alkyl, C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -S-C_{1-6} alkyl, -CN, and -OH;

each R^k is independently carbocycle or heterocycle, wherein the carbocycle and heterocycle are unsubstituted or substituted with from 1 to 5 substituents each of which is independently selected from

(a) halogen,
(b) -C_{1-6} alkyl,
(c) -C_{1-6} haloalkyl,
(d) -O-C_{1-6} alkyl,
(e) -O-C_{1-6} haloalkyl,
(f) -S-C_{1-6} alkyl,
(g) -CN,
(h) -OH,
(i) oxo,
(j) -C_{0-6} alkyl-C(=O)$N(R^a)_2$,
(k) -C_{0-6} alkyl-C(=O)R^a,
(l) -$N(R^a)$-C(=O)R^a,
(m) -$N(R^a)$-CO_2R^a,
(n) -C_{1-6} alkyl-$N(R^a)$-C(=O)R^a,

(o) $-N(R^a)_2$,

(p) $-C_{1-6}$ alkyl-$N(R^a)_2$;

(q) $-C_{1-6}$ alkyl-OR^a,

(r) $-C_{0-6}$ alkyl-CO_2R^a,

(s) $-C_{0-6}$ alkyl-O-C_{1-6} alkyl-OR^a,

(t) $-SO_2R^a$,

(u) $-SO_2N(R^a)_2$,

(v) $-C_{0-6}$ alkyl-CO_2-C_{2-5} alkenyl,

(w) aryl,

(x) aryloxy-,

(y) $-C_{1-4}$ alkyl substituted with aryl,

~~(z) heteromonocycle,~~

~~(aa) $-C_{1-4}$ alkyl substituted with a heteromonocycle,~~

~~(bb) heteromonocyclylcarbonyl-C_{0-6} alkyl-, and~~

~~(cc) N-heteromonocyclyl-N-C_{1-6} alkyl-amino-;~~

(z) R^t,

(aa) $-C_{1-4}$ alkyl substituted with R^t,

(bb) $-C_{0-6}$ alkyl-$C(=O)R^t$, and

(cc) $-N(R^a)R^t$, and

wherein the aryl group in (w) aryl, (x) aryloxy, and (y) $-C_{1-4}$ alkyl substituted with aryl, is optionally substituted with from 1 to 4 substituents independently selected from halogen, C_{1-6} alkyl, -O-C_{1-6} alkyl, C_{1-6} alkyl substituted with $N(R^a)_2$, C_{1-6} haloalkyl, and -OH; and

wherein R^t in (z), (aa), (bb) and (cc) is a heteromonocycle which ~~the heteromonocyclyl group in (z) heteromonocycle, (aa) $-C_{1-4}$ alkyl substituted with a heteromonocycle, (bb) heteromonocyclyl-carbonyl-C_{0-6} alkyl-, and (cc) N-heteromonocyclyl-N-C_{1-6} alkyl-amino-~~ is optionally substituted with from 1 to 4 substituents independently selected from halogen, C_{1-6} alkyl, -O-C_{1-6} alkyl, C_{1-6} haloalkyl, oxo, and -OH; and

each n is independently an integer equal to 0, 1 or 2;

~~and with the proviso that when Z^1 is C-Q^3, Z^2 is C-Q^4, Z^3 is CH, and X is C-Q^1, then Y is not C-Q^2;~~

or a pharmaceutically acceptable salt thereof.

2. (canceled)

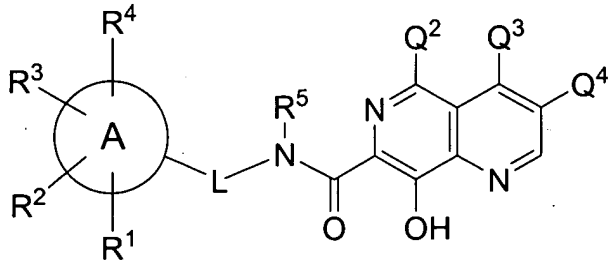
3. (previously amended) The compound according to claim 1, wherein

A is phenyl; and

Q^3 and Q^4 are both -H;

or a pharmaceutically acceptable salt thereof.

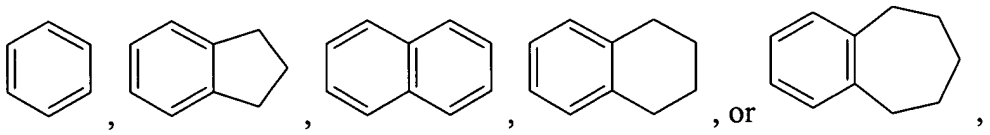
4. (currently amended) The compound according to claim 1, which is a compound of Formula (II):



(II),

wherein

A is



, , , , or ,

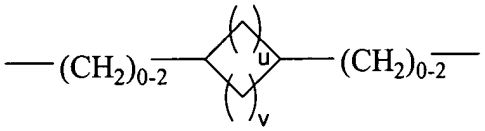
L is

(i) a single bond;

(ii) $-(CH_2)_{1-3}-$, which is optionally substituted with 1 or 2 substituents independently selected from the group consisting of halogen, -OH, $-C_{1-4}$ alkyl, $-O-C_{1-4}$ alkyl, $-CO_2CH_3$, $-CO_2CH_2$-phenyl, phenyl, benzyl, $-(CH_2)_{1-2}OH$, -CH(OH)-phenyl, and $-CH(NH_2)$-phenyl;

(iii) -$(CH_2)_{0-1}$-CH=CH-(CH_2)-, which is optionally substituted with 1 or 2 substituents independently selected from the group consisting of halogen, -OH, -C_{1-4} alkyl, and -O-C_{1-4} alkyl;

(iv)

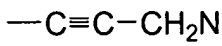


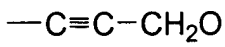
, wherein u and v are each integers having a value of from 0 to 4, provided that the sum of u + v is 1, 2, 3 or 4; or

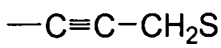
(v) a heteroatom-containing chain which is -$N(R^a)$-$(CH_2)_{1-2}$-, -CH_2-OC(=O)-CH_2-, or -CH_2-C(=O)O-CH_2-;

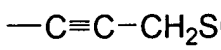
Q^2 is

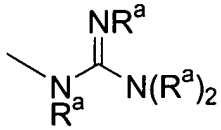
(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} fluoroalkyl,
(4) -O-C_{1-4} alkyl,
(5) -O-C_{1-4} fluoroalkyl,
(6) halo,
(7) -CN,
(8) -C_{1-4} alkyl-OR^a,
(9) -$(CH_2)_{0-2}C(=O)R^a$,
(10) -$(CH_2)_{0-2}CO_2R^a$,
(11) -$(CH_2)_{0-2}SR^a$,
(12) -$N(R^a)_2$,
(13) -C_{1-4} alkyl -$N(R^a)_2$,
(14) -$(CH_2)_{0-2}C(=O)N(R^a)_2$,
(15) -G-C_{1-6} alkyl-$C(=O)N(R^a)_2$, wherein G is O, S, $N(R^a)$, or $N(SO_2R^a)$,
(16) -$N(R^a)$-$C(R^a)$=O,
(17) -$(CH_2)_{1-3}$-$N(R^a)$-$C(R^a)$=O,
(18) -C(=O)-$N(R^a)$-$(CH_2)_{1-3}$-$[C(=O)]_{0-1}$-$N(R^a)_2$,
(19) -C(=O)-$N(R^a)$-C_{1-4} alkyl substituted with 1 or 2 -OR^a,
(20) -SO_2R^a,
(21) -$N(R^a)SO_2R^a$,
(22) -C_{2-4} alkenyl,
(23) -C_{2-4} alkenyl-$C(=O)$-$N(R^a)_2$,
(24) -C_{2-3} alkynyl,

(25)  ,

(26)  ,

(27)  ,

(28)  ,

(29)  ,

(30)  ,

(31) -N(R^a)-C_{1-4} alkyl-SR^a,

(32) -N(R^a)-C_{1-4} alkyl-OR^a,

(33) -N(R^a)-C_{1-4} alkyl-N(R^a)$_2$,

(34) -N(R^a)-C_{1-4} alkyl-N(R^a)-C(R^a)=O,

(35) -N(R^a)-C_{0-4} alkyl-[C(=O)]$_{1-2}$N(R^a)$_2$,

(36) -N(R^a)-C_{1-4} alkyl-CO_2R^a,

(37) -N(R^a)C(=O)N(R^a)-C_{1-4} alkyl-C(=O)N(R^a)$_2$,

(38) -N(R^a)C(=O)-C_{1-4} alkyl-N(R^a)$_2$,

(39) -N(R^a)-SO_2-N(R^a)$_2$,

(40) -R^k,

(41) -C_{1-4} alkyl substituted with R^k,

(42) -C_{1-4} fluoroalkyl substituted with R^k,

(43) -C_{2-5} alkenyl-R^k,

(44) -C_{2-5} alkynyl-R^k,

(45) -O-R^k,

(46) -O-C_{1-4} alkyl-R^k,

(47) -S(O)$_n$-R^k,

(48) -S(O)$_n$-C_{1-4} alkyl-R^k,

(49) -O-C_{1-4} alkyl-OR^k,

(50) -O-C_{1-4} alkyl-O-C_{1-4} alkyl-R^k,

(51) -O-C_{1-4} alkyl-S(O)$_n$$R^k$,

(52) -N(R^c)-R^k,

(53) -N(R^c)-C_{1-4} alkyl substituted with one or two R^k groups,

(54) -N(R^c)-C_{1-4} alkyl-OR^k,

(55) -C(=O)-R^k,

(56) -C(=O)N(R^a)-R^k,
(57) -N(R^a)C(=O)-R^k,
(58) -C(=O)N(R^a)-C_{1-4} alkyl-R^k, or
(59) -N(R^a)-C_{0-4} alkyl-$S(O)_nR^k$;

Q^3 is

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} fluoroalkyl,
(4) -O-C_{1-4} alkyl,
(5) -O-C_{1-4} fluoroalkyl,
(6) halo selected from -F, -Cl, and -Br,
(7) -CN,
(8) -C_{1-4} alkyl-OR^a, or
(9) -C_{1-4} alkyl substituted with R^k; or

Q^4 is:

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} fluoroalkyl,
(4) -O-C_{1-4} alkyl,
(5) -O-C_{1-4} fluoroalkyl,
(6) halo selected from -F, -Cl, and -Br,
(7) -CN,
(8) -C_{1-6} alkyl-OR^a,
(9) -$N(R^a)_2$, or
(10) -C_{1-6} alkyl-$N(R^a)_2$;

each of R^1 and R^2 is independently:

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} fluoroalkyl,
(4) -O-C_{1-4} alkyl,
(5) -O-C_{1-4} fluoroalkyl,
(6) -OH,
(7) halo,

(8) -CN,
(9) -C_{1-4} alkyl-OR^a,
(10) -$(CH_2)_{0-2}C(=O)R^a$,
(11) -$(CH_2)_{0-2}CO_2R^a$,
(12) -$(CH_2)_{0-2}SR^a$,
(13) -$N(R^a)_2$,
(14) -C_{1-4} alkyl $N(R^a)_2$,
(15) -$(CH_2)_{0-2}C(=O)N(R^a)_2$,
(16) -C_{1-4} alkyl-$N(R^a)$-$C(R^a)$=O,
(17) -SO_2R^a,
(18) -$N(R^a)SO_2R^a$,
(19) -O-C_{1-4} alkyl-OR^a,
(20) -O-C_{1-4} alkyl-SR^a,
(21) -O-C_{1-4} alkyl-NH-CO_2R^a,
(22) -O-C_{2-4} alkyl-$N(R^a)_2$,
(23) -$N(R^a)$-C_{1-4} alkyl-SR^a,
(24) -$N(R^a)$-C_{1-4} alkyl-OR^a,
(25) -$N(R^a)$-C_{1-4} alkyl-$N(R^a)_2$,
(26) -$N(R^a)$-C_{1-4} alkyl-$N(R^a)$-$C(R^a)$=O,
(27) -R^k,
(28) -C_{1-4} alkyl substituted with 1 or 2 R^k groups,
(29) -C_{1-4} fluoroalkyl substituted with 1 or 2 R^k groups,
(30) -O-R^k,
(31) -O-C_{1-4} alkyl-R^k,
(32) -$S(O)_n$-R^k,
(33) -$S(O)_n$-C_{1-4} alkyl-R^k,
(34) -O-C_{1-4} alkyl-OR^k,
(35) -O-C_{1-4} alkyl-O-C_{1-4} alkyl-R^k,
(36) -O-C_{1-4} alkyl-$S(O)_nR^k$, or
(37) -C_{0-4} alkyl-$N(R^b)(R^k)$;

each of R^3 and R^4 is independently

(1) -H,
(2) halo,
(3) -CN,
(4) -OH,

(5) C_{1-4} alkyl,
(6) C_{1-4} fluoroalkyl,
(7) -O-C_{1-4} alkyl,
(8) -O-C_{1-4} fluoroalkyl,
(9) -C_{1-4} alkyl-OR^a,
(10) -O-C_{1-4} alkyl-OR^a,
(11) -O-C_{1-4} alkyl-SR^a,
(12) -O-C_{1-4} alkyl-NH-CO_2R^a, or
(13) -O-C_{2-4} alkyl-$N(R^a)_2$;

R^5 is

(1) -H,
(2) -C_{1-4} alkyl, optionally substituted with 1 or 2 substituents independently selected from halogen, -O-C_{1-4} alkyl, -O-C_{1-4} fluoroalkyl, $-N(R^a)_2$, and $-CO_2R^a$;
(3) phenyl optionally substituted with from 1 to 3 substituents independently selected from halogen, C_{1-4} alkyl, C_{1-4} fluoroalkyl, -O-C_{1-4} alkyl, -O-C_{1-4} fluoroalkyl, -S-C_{1-4} alkyl, -CN, and -OH, or
(4) -C_{1-4} alkyl substituted with phenyl;

each R^a is independently -H or -C_{1-4} alkyl;

each R^b is independently:

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} fluoroalkyl,
(4) -R^k,
(5) -C_{1-4} alkyl-R^k,
(6) $-S(O)_n-R^k$, or
(7) $-C(=O)-R^k$;

each R^c is independently

(1) -H,
(2) -C_{1-4} alkyl,
(3) -C_{1-4} alkyl substituted with $-N(R^a)_2$, or

(4) -C_{1-4} alkyl-phenyl, wherein the phenyl is optionally substituted with 1 to 3 substituents independently selected from halogen, C_{1-4} alkyl, C_{1-4} fluoroalkyl, -O-C_{1-4} alkyl, -O-C_{1-4} fluoroalkyl, -S-C_{1-4} alkyl, -CN, and -OH;

each R^k is independently:

(1) aryl selected from phenyl and naphthyl, wherein aryl is unsubstituted or substituted with from 1 to 5 substituents independently selected from:

(a) halogen,
(b) C_{1-6} alkyl,
(c) C_{1-6} fluoroalkyl,
(d) -O-C_{1-6} alkyl,
(e) -O-C_{1-6} fluoroalkyl,
(f) phenyl,
(g) -S-C_{1-6} alkyl,
(h) -CN,
(i) -OH,
(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:
  (i) halogen,
  (ii) C_{1-6} alkyl,
  (iii) C_{1-6} fluoroalkyl, and
  (iv) -OH,
(k) -$N(R^a)_2$,
(l) -C_{1-6} alkyl-$N(R^a)_2$,
~~(m) R^t,~~
~~(p) $(CH_2)_{0-3}C(=O)N(R^a)_2$, and~~
~~(q) $(CH_2)_{0-3}C(=O)R^a$;~~
(m) naphthyl, which is unsubstituted or substituted with from 1 to 4 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,
(n) -R^t,
(o) -$(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(p) -$(CH_2)_{0-3}C(=O)R^a$;

(2) -C_{3-7} cycloalkyl, unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(a) halogen,

(b) C_{1-6} alkyl,
(c) -O-C_{1-6} alkyl,
(d) C_{1-6} fluoroalkyl,
(e) -O-C_{1-6} fluoroalkyl,
(f) -CN,
~~(h) phenyl, and~~
~~(j) -OH;~~
(g) phenyl, and
(h) -OH;

(3) -C_{3-7} cycloalkyl fused with a phenyl ring, unsubstituted or substituted with from 1 to 5 substituents independently selected from:

(a) halogen,
(b) C_{1-6} alkyl,
(c) -O-C_{1-6} alkyl,
(d) C_{1-6} fluoroalkyl,
(e) -O-C_{1-6} fluoroalkyl,
(f) -CN, and
(g) -OH;

(4) a 5- or 6- membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from oxygen, nitrogen and sulfur, wherein the heteroaromatic ring is unsubstituted or substituted on nitrogen or carbon with from 1 to 5 substituents independently selected from:

(a) halogen,
(b) C_{1-6} alkyl,
(c) C_{1-6} fluoroalkyl,
(d) -O-C_{1-6} alkyl,
(e) -O-C_{1-6} fluoroalkyl,
(f) phenyl,
(g) -S-C_{1-6} alkyl,
(h) -CN,
(i) -OH,
(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:
  (i) halogen,
  (ii) C_{1-6} alkyl,
  (iii) C_{1-6} fluoroalkyl, and

(iv) -OH,

(k) $-N(R^a)_2$,

(l) $-C_{1-6}$ alkyl-$N(R^a)_2$,

~~(m) $-R^t$,~~

~~(n) oxo,~~

~~(o) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and~~

~~(p) $-(CH_2)_{0-3}C(=O)R^a$;~~

(m) naphthyl, which is unsubstituted or substituted with from 1 to 4 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,

(n) $-R^t$,

(o) oxo,

(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and

(q) $-(CH_2)_{0-3}C(=O)R^a$;

(5) a 5- or 6- or 7- membered saturated heterocyclic ring containing from 1 to 3 heteroatoms independently selected from oxygen, nitrogen and sulfur, wherein the heterocyclic ring is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,

(b) C_{1-6} alkyl,

(c) -O-C_{1-6} alkyl,

(d) C_{1-6} fluoroalkyl,

(e) -O-C_{1-6} fluoroalkyl,

(f) -CN,

(g) oxo,

(h) phenyl

(i) benzyl,

(j) phenylethyl,

(k) -OH,

(l) $-(CH_2)_{0-3}C(=O)N(R^a)_2$,

(m) $-(CH_2)_{0-3}C(=O)R^a$,

(n) $-N(R^a)$-$C(=O)R^a$,

(o) $-N(R^a)$-CO_2R^a,

(p) $-(CH_2)_{1-3}N(R^a)$-$C(=O)R^a$,

(q) $-N(R^a)_2$,

(r) $-(CH_2)_{1-3}N(R^a)_2$,

(s) $-(CH_2)_{1-3}$-OR^a,

(t) $-(CH_2)_{0-3}CO_2R^a$,

(u) $-(CH_2)_{0-3}-O-(CH_2)_{1-3}-OR^a$,

(v) $-SO_2R^a$,

(w) $-SO_2N(R^a)_2$,

(x) $-(CH_2)_{0-3}C(=O)O(CH_2)_{1-2}CH=CH_2$,

~~(y) $-R^t$,~~

~~(z) $-(CH_2)_{0-3}C(=O)R^t$,~~

~~(aa) $-N(R^a)R^t$, and~~

~~(bb) $-(CH_2)_{1-3}R^t$; or~~

(y) naphthyl, which is unsubstituted or substituted with from 1 to 4 substituents independently selected from halogen, C_{1-4} alkyl, and $-O-C_{1-4}$ alkyl,

(z) $-(CH_2)_{1-3}$-naphthyl, wherein the naphthyl is unsubstituted or substituted with from 1 to 4 substituents independently selected from halogen, C_{1-4} alkyl, and $-O-C_{1-4}$ alkyl,

(aa) R^t,

(bb) $-(CH_2)_{1-3}R^t$,

(cc) $-(CH_2)_{0-3}C(=O)R^t$, and

(dd) $-N(R^a)R^t$; or

(6) an 8- to 10- membered heterobicyclic ring containing from 1 to 4 heteroatoms independently selected from oxygen, nitrogen and sulfur, wherein the heterobicyclic ring is saturated or unsaturated, and is unsubstituted or substituted with from 1 to 5 substituents independently selected from:

(a) halogen,

(b) C_{1-6} alkyl,

(c) $-O-C_{1-6}$ alkyl,

(d) C_{1-6} fluoroalkyl,

(e) $-O-C_{1-6}$ fluoroalkyl,

(f) -CN,

(g) =O, and

(h) -OH;

R^t is ~~naphthyl or~~ a 5- or 6-membered heteromonocylic ring containing from 1 to 4 nitrogen atoms, wherein the heteromonocyclic ring is saturated or unsaturated, and wherein ~~the naphthyl or~~ the heteromonocyclic ring is unsubstituted or substituted with from 1 to 4 substituents independently selected from halogen, oxo, C_{1-4} alkyl, and $-O-C_{1-4}$ alkyl; and

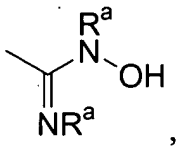
n is an integer equal to 0, 1 or 2;

or a pharmaceutically acceptable salt thereof.

5. (currently amended) The compound according to claim 4, wherein

Q^2 is

(1) -H,
(2) -C_{1-4} alkyl,
(3) -$(CH_2)_{0-2}CF_3$,
(4) -O-C_{1-4} alkyl,
(5) -O-$(CH_2)_{0-2}CF_3$,
(6) halo selected from -F, -Cl and -Br,
(7) -CN,
(8) -$(CH_2)_{1-3}OR^a$,
(9) -$(CH_2)_{0-2}C(=O)R^a$,
(10) -$(CH_2)_{0-2}CO_2R^a$,
(11) -$(CH_2)_{0-2}SR^a$,
(12) -$N(R^a)_2$,
(13) -$(CH_2)_{1-3}N(R^a)_2$,
(14) -$(CH_2)_{0-2}C(=O)N(R^a)_2$,
(15) -G-$(CH_2)_{1-2}$-$C(=O)N(R^a)_2$, wherein G is O, S, $N(R^a)$, or $N(SO_2R^a)$,
(16) -$N(R^a)$-$C(R^a)$=O,
(17) -$(CH_2)_{1-2}$-$N(R^a)$-$C(R^a)$=O,
(18) -C(=O)-$N(R^a)$-$(CH_2)_{1-3}$-$[C(=O)]_{0-1}$-$N(R^a)_2$,
(19) -C(=O)-$N(R^a)$-$(CH_2)_{1-2}$H substituted with 1 or 2 -OR^a,
(20) -SO_2R^a,
(21) -$N(R^a)SO_2R^a$,
(22) -CH=CH-$(CH_2)_{0-1}$-C(=O)-$N(R^a)_2$,
(23) $—C\equiv C-CH_2OR^a$,
(24) $—C\equiv C-CH_2SR^a$,
(25) $—C\equiv C-CH_2SO_2R^a$,

(26)  ,

(27) -N(Ra)-(CH2)1-4SRa,

(28) -N(Ra)-(CH2)1-4ORa,

(29) -N(Ra)-(CH2)1-4-N(Ra)2,

(30) -N(Ra)-(CH2)1-4N(Ra)-C(Ra)=O,

(31) -N(Ra)-(CH2)0-2-[C(=O)]1-2N(Ra)2,

(32) -N(Ra)-(CH2)1-4-CO2Ra,

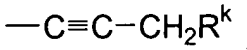
(33) -N(Ra)C(=O)N(Ra)-(CH2)1-4-C(=O)N(Ra)2,

(34) -N(Ra)C(=O)-(CH2)1-4-N(Ra)2,

(35) -N(Ra)-SO2-N(Ra)2,

(36) -Rk,

(37) -(CH2)1-4Rk,

(38)  ,

(39) -O-Rk,

(40) -S(O)n-Rk,

(41) -N(Rc)-Rk,

(42) -N(Rc)-(CH2)1-4H substituted with one or two Rk groups,

(43) -N(Rc)-(CH2)1-4ORk,

(44) -C(=O)-Rk,

(45) -C(=O)N(Ra)-Rk,

~~(46) -N(Ra)C(=O)-Rk, or~~

~~(47) -C(=O)N(Ra)-(CH2)1-4Rk; and~~

(46) -N(Ra)C(=O)-Rk,

(47) -C(=O)N(Ra)-(CH2)1-4Rk, or

(48) -N(Ra)-S(O)nRk;

Q3 is -H;

Q4 is -H;

each of R1 and R2 is independently:

(1) -H,

(2) -C1-4 alkyl,

(3) $-(CH_2)_{0-2}CF_3$,
(4) $-O-C_{1-4}$ alkyl,
(5) $-O-(CH_2)_{0-2}CF_3$,
(6) -OH,
(7) halo selected from -F, -Cl and -Br,
(8) -CN,
(9) $-(CH_2)_{1-3}OR^a$,
(10) $-(CH_2)_{0-2}C(=O)R^a$,
(11) $-(CH_2)_{0-2}CO_2R^a$,
(12) $-(CH_2)_{0-2}SR^a$,
(13) $-N(R^a)_2$,
(14) $-(CH_2)_{1-3}N(R^a)_2$,
(15) $-(CH_2)_{0-2}C(=O)N(R^a)_2$,
(16) $-C_{1-4}$ alkyl-$N(R^a)-C(R^a)=O$,
(17) $-SO_2R^a$,
(18) $-N(R^a)SO_2R^a$,
(19) $-O-(CH_2)_{1-4}OR^a$,
(20) $-O-(CH_2)_{1-4}SR^a$,
(21) $-O-(CH_2)_{1-4}NH-CO_2R^a$,
(22) $-O-(CH_2)_{2-4}N(R^a)_2$,
(23) $-N(R^a)-(CH_2)_{1-4}SR^a$,
(24) $-N(R^a)-(CH_2)_{1-4}OR^a$,
(25) $-N(R^a)-(CH_2)_{1-4}N(R^a)_2$,
(26) $-N(R^a)-(CH_2)_{1-4}N(R^a)-C(R^a)=O$,
(27) $-R^k$,
(28) $-(CH_2)_{1-4}H$ substituted with 1 or 2 R^k groups,
(29) $-O-R^k$,
(30) $-O-(CH_2)_{1-4}R^k$,
(31) $-S(O)_n-R^k$,
(32) $-S(O)_n-(CH_2)_{1-4}R^k$,
(33) $-O-(CH_2)_{1-4}OR^k$,
(34) $-O-(CH_2)_{1-4}-O-(CH_2)_{1-4}R^k$,
(35) $-O-(CH_2)_{1-4}SR^k$, or
(36) $-(CH_2)_{0-4}N(R^b)(R^k)$;

each of R^3 and R^4 is independently

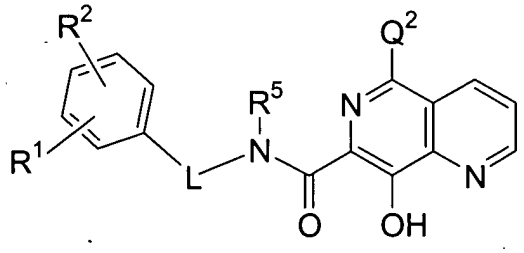
(1) -H,
(2) halo selected from -F, -Cl and -Br,
(3) -CN,
(4) -OH,
(5) C_{1-4} alkyl,
(6) $-(CH_2)_{0-2}CF_3$,
(7) $-O-C_{1-4}$ alkyl, or
(8) $-O(CH_2)_{0-2}CF_3$; and

R^5 is

(1) -H,
(2) $-C_{1-4}$ alkyl,
(3) $-(CH_2)_{1-4}N(R^a)_2$,
(4) $-(CH_2)_{1-4}CO_2R^a$,
(5) phenyl optionally substituted with from 1 to 3 substituents independently selected from halogen, C_{1-4} alkyl, $-(CH_2)_{0-2}CF_3$, $-O-C_{1-4}$ alkyl, $-O(CH_2)_{0-2}CF_3$, $-S-C_{1-4}$ alkyl, -CN, and -OH, or
(6) $-(CH_2)_{1-4}$-phenyl;

or a pharmaceutically acceptable salt thereof.

6. (original) The compound according to claim 5, which is a compound of Formula (III):



(III);

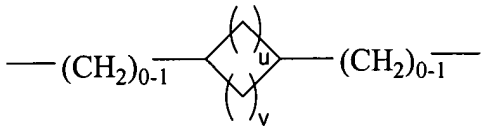
or a pharmaceutically acceptable salt thereof.

7. (curently amended) The compound according to claim 6, wherein

L is

(i) a single bond;

(ii) $-(CH_2)_{1-3}-$, which is optionally substituted with 1 or 2 substituents independently selected from the group consisting of -F, -Cl, -Br, -OH, methyl, ethyl, $-CO_2CH_3$, $-CO_2CH_2$-phenyl, phenyl, benzyl, $-(CH_2)_{1-2}OH$, -CH(OH)-phenyl, and $-CH(NH_2)$-phenyl; or

(iii)  , wherein u and v are each integers having a value of from 0 to 3, provided that the sum of u + v is 1, 2, 3 or 4;

each of R^1 and R^2 is independently:

(1) -H,
(2) methyl,
(3) ethyl,
(4) CF_3,
(5) methoxy,
(6) ethoxy
(7) $-OCF_3$
(8) halo selected from -F, -Cl and -Br,
(9) -CN,
(10) $-CH_2OR^a$,
(11) $-CO_2R^a$,
(12) $-SR^a$,
(13) $-N(R^a)_2$,
(14) $-(CH_2)_{1-3}N(R^a)_2$,
(15) $-SO_2R^a$,
(16) $-(CH_2)_{1-2}N(R^a)-C(R^a)=O$,
(17) $-R^k$,
(18) $-(CH_2)_{1-3}H$ substituted with 1 or 2 R^k groups,
(19) $-O-R^k$, or
(20) $-O-(CH_2)_{1-3}R^k$;

R^5 is

(1) -H,
(2) methyl,
(3) $-(CH_2)_{1-2}N(R^a)_2$,

(4) $-(CH_2)_{1-2}CO_2CH_3$, or

(5) $-(CH_2)_{1-2}CO_2CH_2CH_3$;

(6) phenyl, or

(7) benzyl;

each R^a is independently -H or $-C_{1-4}$ alkyl;

each R^c is independently

(1) -H,

(2) $-C_{1-4}$ alkyl,

(3) $-(CH_2)_{1-4}N(R^a)_2$, or

(4) $-(CH_2)_{1-4}$-phenyl, wherein the phenyl is optionally substituted with 1 to 3 substituents independently selected from halogen, C_{1-4} alkyl, C_{1-4} fluoroalkyl, $-O-C_{1-4}$ alkyl, $-O-C_{1-4}$ fluoroalkyl, $-S-C_{1-4}$ alkyl, -CN, and -OH; and

each R^k is independently:

(1) aryl selected from phenyl and naphthyl, wherein aryl is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,

(b) C_{1-4} alkyl,

(c) C_{1-4} fluoroalkyl,

(d) $-O-C_{1-4}$ alkyl,

(e) $-O-C_{1-4}$ fluoroalkyl,

(f) phenyl,

(g) $-S-C_{1-4}$ alkyl,

(h) -CN,

(i) -OH,

(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(i) halogen,

(ii) C_{1-4} alkyl,

(iii) C_{1-4} fluoroalkyl, and

(iv) -OH,

(k) $-N(R^a)_2$,

(l) $-C_{1-4}$ alkyl-$N(R^a)_2$,

~~(m) R^t;~~
~~(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$; and~~
~~(q) $-(CH_2)_{0-3}C(=O)R^a$;~~

(m) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,
(n) $-R^t$,
(o) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(p) $-(CH_2)_{0-3}C(=O)R^a$;

(2) $-C_{3-6}$ cycloalkyl, unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) -O-C_{1-4} alkyl,
(d) C_{1-4} fluoroalkyl,
(e) -O-C_{1-4} fluoroalkyl,
(f) -CN,
~~(h) phenyl, and~~
~~(j) OH;~~
(g) phenyl, and
(h) -OH;

(3) $-C_{3-6}$ cycloalkyl fused with a phenyl ring, unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) -O-C_{1-4} alkyl,
(d) C_{1-4} fluoroalkyl,
(e) -O-C_{1-4} fluoroalkyl,
(f) -CN, and
(g) -OH;

(4) a 5- or 6- membered heteroaromatic ring selected from thienyl, pyridyl, imidazolyl, pyrrolyl, pyrazolyl, thiazolyl, isothiazolyl, oxazolyl, isooxazolyl, pyrazinyl, pyrimidinyl, triazolyl, tetrazolyl,furanyl, and pyridazinyl, wherein the heteroaromatic ring is unsubstituted or substituted on nitrogen or carbon with from 1 to 4 substituents independently selected from:

(a) halogen,

(b) C_{1-4} alkyl,

(c) C_{1-4} fluoroalkyl,

(d) -O-C_{1-4} alkyl,

(e) -O-C_{1-4} fluoroalkyl,

(f) phenyl,

(g) -S-C_{1-4} alkyl,

(h) -CN,

(i) -OH,

(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(i) halogen,

(ii) C_{1-4} alkyl,

(iii) C_{1-4} fluoroalkyl, and

(iv) -OH,

(k) $-N(R^a)_2$,

(l) -C_{1-4} alkyl-$N(R^a)_2$,

~~(m) $-R^t$,~~

~~(n) oxo,~~

~~(o) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and~~

~~(p) $-(CH_2)_{0-3}C(=O)R^a$;~~

(m) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,

(n) $-R^t$,

(o) oxo,

(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and

(q) $-(CH_2)_{0-3}C(=O)R^a$;

(5) a 5- or 6- or 7- membered saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, thiazinanyl, thiazepanyl, azepanyl, thiadiazepanyl, dithiazepanyl, diazepanyl, and thiadiazinanyl, and wherein the heterocyclic ring is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,

(b) C_{1-6} alkyl,

(c) -O-C_{1-6} alkyl,

(d) C_{1-6} fluoroalkyl,

(e) -O-C_{1-6} fluoroalkyl,

(f) -CN,

(g) oxo,

(h) phenyl

(i) benzyl,

(j) phenylethyl,

(k) -OH,

(l) $-(CH_2)_{0-3}C(=O)N(R^a)_2$,

(m) $-(CH_2)_{0-3}C(=O)R^a$,

(n) $-N(R^a)-C(=O)R^a$,

(o) $-N(R^a)-CO_2R^a$,

(p) $-(CH_2)_{1-3}N(R^a)-C(=O)R^a$,

(q) $-N(R^a)_2$,

(r) $-(CH_2)_{1-3}N(R^a)_2$,

(s) $-(CH_2)_{1-3}-OR^a$,

(t) $-(CH_2)_{0-3}CO_2R^a$,

(u) $-(CH_2)_{0-3}-O-(CH_2)_{1-3}-OR^a$,

(v) $-SO_2R^a$,

(w) $-SO_2N(R^a)_2$,

(x) $-(CH_2)_{0-3}C(=O)O(CH_2)_{1-2}CH=CH_2$,

~~(y) R^t,~~

~~(z) $-(CH_2)_{0-3}C(=O)R^t$,~~

~~(aa) $N(R^a)R^t$, and~~

~~(bb) $-(CH_2)_{1-3}R^t$; or~~

(y) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,

(z) $-(CH_2)_{1-3}$-naphthyl, wherein the naphthyl is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,

(aa) R^t,

(bb) $-(CH_2)_{1-3}R^t$,

(cc) $-(CH_2)_{0-3}C(=O)R^t$, and

(dd) $-N(R^a)R^t$; or

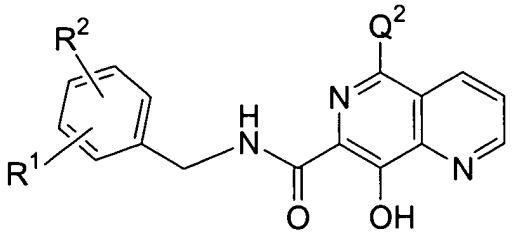
(6) an 8- to 10- membered heterobicyclic ring selected from indolyl, benzotriazolyl, benzoimidazolyl, imidazo[4,5-b]pyridinyl, dihydroimidazo[4,5-b]pyridinyl, pyrazolo[4,3-c]pyridinyl, dihydropyrazolo[4,3-c]pyridinyl, tetrahydropyrazolo[4,3-c]pyridinyl, pyrrolo[1,2-a]pyrazinyl, dihydropyrrolo[1,2-a]pyrazinyl, tetrahydropyrrolo[1,2-a]pyrazinyl, octahydropyrrolo[1,2-a]pyrazinyl, isoindolyl, indazolyl, indolinyl, isoindolinyl, quinolinyl, isoquinolinyl, quinoxalinyl, quinazolinyl, cinnolinyl, chromanyl, isochromanyl, hexahydropyrazolo[4,3-c]pyridinyl, hexahydropurinyl, hexahydrooxazolo~~[3,4a]pyrazinyl~~[3,4-a]pyrazinyl, and 1,2,3,4-tetrahydro-1,8-naphthyridinyl; and wherein the bicyclic ring is unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) -O-C_{1-4} alkyl,
(d) C_{1-4} fluoroalkyl,
(e) -O-C_{1-4} fluoroalkyl,
(f) -CN,
(g) =O, and
(h) -OH;

R^t is ~~naphthyl or~~ a 5- or 6-membered heteromonocylic ring selected from pyrrolidinyl, pyrazolidinyl, imidazolinyl, piperidinyl, piperazinyl, pyrrolyl, pyridyl, imidazolyl, pyrazolyl, triazolyl, tetrazolyl, pyrazinyl, pyrimidinyl, and pyradizinyl; and wherein ~~the naphthyl or~~ the heteromonocyclic ring is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, oxo, C_{1-4} alkyl, and -O-C_{1-4} alkyl;

or a pharmaceutically acceptable salt thereof.

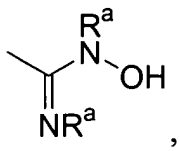
8. (currently amended) A compound of Formula (IV):



(IV);

wherein

Q^2 is

(1) -H,
(2) -C_{1-4} alkyl,
(3) -$(CH_2)_{0-2}CF_3$,
(4) -O-C_{1-4} alkyl,
(5) -O-$(CH_2)_{0-2}CF_3$,
(6) halo selected from -F, -Cl and -Br,
(7) -CN,
(8) -$(CH_2)_{1-3}OR^a$,
(9) -$(CH_2)_{0-2}C(=O)R^a$,
(10) -$(CH_2)_{0-2}CO_2R^a$,
(11) -$(CH_2)_{0-2}SR^a$,
(12) -$N(R^a)_2$,
(13) -$(CH_2)_{1-3}N(R^a)_2$,
(14) -$(CH_2)_{0-2}C(=O)N(R^a)_2$,
(15) -G-$(CH_2)_{1-2}$-$C(=O)N(R^a)_2$, wherein G is O, S, $N(R^a)$, or $N(SO_2R^a)$,
(16) -$N(R^a)$-$C(R^a)$=O,
(17) -$(CH_2)_{1-2}$-$N(R^a)$-$C(R^a)$=O,
(18) -C(=O)-$N(R^a)$-$(CH_2)_{1-3}$-$[C(=O)]_{0-1}$-$N(R^a)_2$,
(19) -C(=O)-$N(R^a)$-$(CH_2)_{1-2}$H substituted with 1 or 2 -OR^a,
(20) -SO_2R^a,
(21) -$N(R^a)SO_2R^a$,
(22) -CH=CH-$(CH_2)_{0-1}$-C(=O)-$N(R^a)_2$,
(23) $-C\equiv C-CH_2OR^a$,
(24) $-C\equiv C-CH_2SR^a$,
(25) $-C\equiv C-CH_2SO_2R^a$,
(26)  ,
(27) -$N(R^a)$-$(CH_2)_{1-4}SR^a$,
(28) -$N(R^a)$-$(CH_2)_{1-4}OR^a$,
(29) -$N(R^a)$-$(CH_2)_{1-4}$-$N(R^a)_2$,
(30) -$N(R^a)$-$(CH_2)_{1-4}N(R^a)$-$C(R^a)$=O,

(31) $-N(R^a)-(CH_2)_{0-2}-[C(=O)]_{1-2}N(R^a)_2$,

(32) $-N(R^a)-(CH_2)_{1-4}-CO_2R^a$,

(33) $-N(R^a)C(=O)N(R^a)-(CH_2)_{1-4}-C(=O)N(R^a)_2$,

(34) $-N(R^a)C(=O)-(CH_2)_{1-4}-N(R^a)_2$,

(35) $-N(R^a)-SO_2-N(R^a)_2$,

(36) $-R^k$,

(37) $-(CH_2)_{1-4}R^k$,

(38) $—C\equiv C-CH_2R^k$,

(39) $-O-R^k$,

(40) $-S(O)_n-R^k$,

(41) $-N(R^c)-R^k$,

(42) $-N(R^c)-(CH_2)_{1-4}H$ substituted with one or two R^k groups,

(43) $-N(R^c)-(CH_2)_{1-4}OR^k$,

(44) $-C(=O)-R^k$,

(45) $-C(=O)N(R^a)-R^k$,

~~(46) $-N(R^a)C(=O)-R^k$; or~~

~~(47) $-C(=O)N(R^a)-(CH_2)_{1-4}R^k$; and~~

(46) $-N(R^a)C(=O)-R^k$,

(47) $-C(=O)N(R^a)-(CH_2)_{1-4}R^k$; or

(48) $-N(R^a)-S(O)_nR^k$;

each of R^1 and R^2 is independently:

(1) -H,

(2) methyl,

(3) ethyl,

(4) CF_3,

(5) methoxy,

(6) ethoxy

(7) $-OCF_3$

(8) halo selected from -F, -Cl and -Br,

(9) -CN,

(10) $-CH_2OR^a$,

(11) $-CO_2R^a$,

(12) $-SR^a$,

(13) $-N(R^a)_2$,

(14) $-(CH_2)_{1-3}N(R^a)_2$,
(15) $-SO_2R^a$,
(16) $-(CH_2)_{1-2}N(R^a)-C(R^a)=O$,
(17) $-R^k$,
(18) $-(CH_2)_{1-3}H$ substituted with 1 or 2 R^k groups,
(19) $-O-R^k$, or
(20) $-O-(CH_2)_{1-3}R^k$;

each R^a is independently -H or $-C_{1-4}$ alkyl;

each R^c is independently

(1) -H,
(2) $-C_{1-4}$ alkyl,
(3) $-(CH_2)_{1-4}N(R^a)_2$, or
(4) $-(CH_2)_{1-4}$-phenyl, wherein the phenyl is optionally substituted with 1 to 3 substituents independently selected from halogen, C_{1-4} alkyl, C_{1-4} fluoroalkyl, $-O-C_{1-4}$ alkyl, $-O-C_{1-4}$ fluoroalkyl, $-S-C_{1-4}$ alkyl, -CN, and -OH; and

each R^k is independently:

(1) aryl selected from phenyl and naphthyl, wherein aryl is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) C_{1-4} fluoroalkyl,
(d) $-O-C_{1-4}$ alkyl,
(e) $-O-C_{1-4}$ fluoroalkyl,
(f) phenyl,
(g) $-S-C_{1-4}$ alkyl,
(h) -CN,
(i) -OH,
(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:
    (i) halogen,
    (ii) C_{1-4} alkyl,
    (iii) C_{1-4} fluoroalkyl, and

(iv) -OH,

(k) $-N(R^a)_2$,

(l) $-C_{1-4}$ alkyl-$N(R^a)_2$,

~~(m) $-R^t$,~~

~~(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and~~

~~(q) $-(CH_2)_{0-3}C(=O)R^a$;~~

(m) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,

(n) $-R^t$,

(o) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and

(p) $-(CH_2)_{0-3}C(=O)R^a$;

(2) $-C_{3-6}$ cycloalkyl, unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(a) halogen,

(b) C_{1-4} alkyl,

(c) -O-C_{1-4} alkyl,

(d) C_{1-4} fluoroalkyl,

(e) -O-C_{1-4} fluoroalkyl,

(f) -CN,

~~(h) phenyl, and~~

~~(j) -OH;~~

(g) phenyl, and

(h) -OH;

(3) $-C_{3-6}$ cycloalkyl fused with a phenyl ring, unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,

(b) C_{1-4} alkyl,

(c) -O-C_{1-4} alkyl,

(d) C_{1-4} fluoroalkyl,

(e) -O-C_{1-4} fluoroalkyl,

(f) -CN, and

(g) -OH;

(4) a 5- or 6- membered heteroaromatic ring selected from thienyl, pyridyl, imidazolyl, pyrrolyl, pyrazolyl, thiazolyl, isothiazolyl, oxazolyl, isooxazolyl, pyrazinyl, pyrimidinyl, triazolyl, tetrazolyl,furanyl, and pyridazinyl, wherein the heteroaromatic ring is

unsubstituted or substituted on nitrogen or carbon with from 1 to 4 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) C_{1-4} fluoroalkyl,
(d) -O-C_{1-4} alkyl,
(e) -O-C_{1-4} fluoroalkyl,
(f) phenyl,
(g) -S-C_{1-4} alkyl,
(h) -CN,
(i) -OH,
(j) phenyloxy, unsubstituted or substituted with from 1 to 3 substituents independently selected from:
  (i) halogen,
  (ii) C_{1-4} alkyl,
  (iii) C_{1-4} fluoroalkyl, and
  (iv) -OH,
(k) -$N(R^a)_2$,
(l) -C_{1-4} alkyl-$N(R^a)_2$,
~~(m) R^t,~~
~~(n) oxo,~~
~~(o) $(CH_2)_{0-3}C(=O)N(R^a)_2$, and~~
~~(p) $(CH_2)_{0-3}C(=O)R^a$;~~
(m) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,
(n) -R^t,
(o) oxo,
(p) -$(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(q) -$(CH_2)_{0-3}C(=O)R^a$;

(5) a 5- or 6- or 7- membered saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, thiazinanyl, thiazepanyl, azepanyl, thiadiazepanyl, dithiazepanyl, diazepanyl, and thiadiazinanyl, and wherein the heterocyclic ring is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen,
(b) C_{1-6} alkyl,
(c) -O-C_{1-6} alkyl,
(d) C_{1-6} fluoroalkyl,
(e) -O-C_{1-6} fluoroalkyl,
(f) -CN,
(g) oxo,
(h) phenyl
(i) benzyl,
(j) phenylethyl,
(k) -OH,
(l) $-(CH_2)_{0-3}C(=O)N(R^a)_2$,
(m) $-(CH_2)_{0-3}C(=O)R^a$,
(n) $-N(R^a)-C(=O)R^a$,
(o) $-N(R^a)-CO_2R^a$,
(p) $-(CH_2)_{1-3}N(R^a)-C(=O)R^a$,
(q) $-N(R^a)_2$,
(r) $-(CH_2)_{1-3}N(R^a)_2$,
(s) $-(CH_2)_{1-3}-OR^a$,
(t) $-(CH_2)_{0-3}CO_2R^a$,
(u) $-(CH_2)_{0-3}-O-(CH_2)_{1-3}-OR^a$,
(v) $-SO_2R^a$,
(w) $-SO_2N(R^a)_2$,
(x) $-(CH_2)_{0-3}C(=O)O(CH_2)_{1-2}CH=CH_2$,
~~(y) R^t,~~
~~(z) $-(CH_2)_{0-3}C(=O)R^t$,~~
~~(aa) $N(R^a)R^t$, and~~
~~(bb) $-(CH_2)_{1-3}R^t$; or~~
(y) naphthyl, which is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,
(z) $-(CH_2)_{1-3}$-naphthyl, wherein the naphthyl is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, C_{1-4} alkyl, and -O-C_{1-4} alkyl,
(aa) R^t,
(bb) $-(CH_2)_{1-3}R^t$,

(cc) -$(CH_2)_{0-3}C(=O)R^t$, and

(dd) -$N(R^a)R^t$; or

(6) an 8- to 10- membered heterobicyclic ring selected from indolyl, benzotriazolyl, benzoimidazolyl, imidazo[4,5-b]pyridinyl, dihydroimidazo[4,5-b]pyridinyl, pyrazolo[4,3-c]pyridinyl, dihydropyrazolo[4,3-c]pyridinyl, tetrahydropyrazolo[4,3-c]pyridinyl, pyrrolo[1,2-a]pyrazinyl, dihydropyrrolo[1,2-a]pyrazinyl, tetrahydropyrrolo[1,2-a]pyrazinyl, octahydropyrrolo[1,2-a]pyrazinyl, isoindolyl, indazolyl, indolinyl, isoindolinyl, quinolinyl, isoquinolinyl, quinoxalinyl, quinazolinyl, cinnolinyl, chromanyl, isochromanyl, hexahydropyrazolo[4,3-c]pyridinyl, hexahydropurinyl, hexahydrooxazolo~~[3,4a]pyrazinyl~~[3,4-a]pyrazinyl, and 1,2,3,4-tetrahydro-1,8-naphthyridinyl; and wherein the bicyclic ring is unsubstituted or substituted with from 1 to 3 substituents independently selected from:

(a) halogen,
(b) C_{1-4} alkyl,
(c) -O-C_{1-4} alkyl,
(d) C_{1-4} fluoroalkyl,
(e) -O-C_{1-4} fluoroalkyl,
(f) -CN,
(g) =O, and
(h) -OH; ~~and~~

R^t is ~~naphthyl or~~ a 5- or 6-membered heteromonocylic ring selected from pyrrolidinyl, pyrazolidinyl, imidazolinyl, piperidinyl, piperazinyl, pyrrolyl, pyridyl, imidazolyl, pyrazolyl, triazolyl, tetrazolyl, pyrazinyl, pyrimidinyl, and pyradizinyl; and wherein ~~the naphthyl or~~ the heteromonocyclic ring is unsubstituted or substituted with 1 or 2 substituents independently selected from halogen, oxo, C_{1-4} alkyl, and -O-C_{1-4} alkyl; and

each n is an integer equal to zero, 1 or 2;

or a pharmaceutically acceptable salt thereof.

9. (currently amended) The compound according to claim 8, wherein

Q^2 is

(1) -H,
(2) methyl,

(3) ethyl,

(4) CF_3,

(5) methoxy,

(6) ethoxy

(7) $-OCF_3$

(8) halo selected from -F, -Cl and -Br,

(9) -CN,

(10) $-CH_2OH$,

(11) $-CH_2OCH_3$

(12) $-(CH_2)_{0-2}C(=O)CH_3$,

(13) $-(CH_2)_{0-2}CO_2CH_3$,

(14) $-SR^a$,

(15) $-N(R^a)_2$,

(16) $-(CH_2)_{1-2}N(R^a)_2$,

(17) $-(CH_2)_{0-2}C(=O)N(R^a)_2$,

(18) $-S-CH_2-C(=O)N(R^a)_2$,

(19) $-O-CH_2-C(=O)N(R^a)_2$,

(20) $-N(SO_2R^a)-CH_2-C(=O)N(R^a)_2$,

(21) $-N(R^a)-C(R^a)=O$,

(22) $-C(=O)-N(R^a)-(CH_2)_{1-2}-C(=O)N(R^a)_2$,

(23) $-C(=O)-N(R^a)-(CH_2)_{1-2}OR^a$,

(24) $-C(=O)-N(R^a)-(CH_2)_{1-3}-N(R^a)_2$,

(25) $-SO_2R^a$,

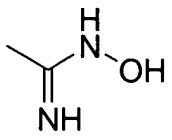
(26) $-N(R^a)SO_2R^a$,

(27) $-CH=CH-C(=O)-N(R^a)_2$,

(28) $-C\equiv C-CH_2OR^a$,

(29) $-C\equiv C-CH_2SR^a$,

(30) $-C\equiv C-CH_2SO_2R^a$,

(31)  ,

(32) $-N(R^a)-(CH_2)_{1-3}SR^a$,

(33) $-N(R^a)-(CH_2)_{1-3}OR^a$,

(34) $-N(R^a)-(CH_2)_{1-3}N(R^a)_2$,

(35) $-N(R^a)-(CH_2)_{1-3}N(R^a)-C(R^a)=O$,

(36) $-N(R^a)CH_2-C(=O)N(R^a)_2$,

(37) $-N(R^a)-C(=O)-C(=O)-N(R^a)_2$,

(38) $-N(R^a)-C(=O)-N(R^a)_2$,

(39) $-N(R^a)-(CH_2)_{1-2}-CO_2R^a$,

(40) $-N(R^a)-C(=O)-N(R^a)-(CH_2)_{1-2}-C(=O)-N(R^a)_2$,

~~(41) $-N(R^a)-C(=O)-(CH_2)_{1-2}-C(=O)-N(R^a)_2$,~~

(41) $-N(R^a)-C(=O)-(CH_2)_{1-2}-N(R^a)_2$,

(42) $-N(R^a)-SO_2-N(R^a)_2$,

(43) $-R^k$,

(44) $-(CH_2)_{1-4}R^k$,

(45) $-C\equiv C-CH_2R^k$,

(46) $-O-R^k$,

(47) $-S-R^k$,

(48) $-SO_2-R^k$,

(49) $-N(R^c)-R^k$,

(50) $-N(R^c)-(CH_2)_{1-4}H$ substituted with one or two R^k groups,

(51) $-N(R^c)-(CH_2)_{1-4}OR^k$,

(52) $-C(=O)-R^k$,

(53) $-C(=O)N(R^a)-R^k$,

(54) $-N(R^a)-C(=O)-R^k$,

(55) $-C(=O)N(R^a)-(CH_2)_{1-4}R^k$, or

~~(56) $-N(R^a)-SO_2R^k$,~~

(56) $-N(R^a)-SO_2R^k$,

each of R^1 and R^2 is independently:

(1) -H,

(2) methyl,

(3) ethyl,

(4) CF_3,

(5) methoxy,

(6) ethoxy

(7) $-OCF_3$

(8) halo selected from -F and -Cl,

(9) -CN,

(10) $-CH_2OR^a$,

(11) $-CO_2R^a$,
(12) $-SR^a$,
(13) $-N(R^a)_2$,
(14) $-(CH_2)_{1-3}N(R^a)_2$,
(15) $-SO_2R^a$,
(16) $-R^k$,
(17) $-(CH_2)_{1-3}R^k$,
(18) $-O-R^k$, or
(19) $-O-(CH_2)_{1-3}R^k$;

each R^a is independently -H or $-C_{1-4}$ alkyl;

each R^c is independently -H, $-C_{1-4}$ alkyl, or $-(CH_2)_{1-3}N(R^a)_2$;

each R^k is independently:

(1) phenyl which is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) phenyl,
(g) $-S-CH_3$,
(h) -CN,
(i) -OH,
(j) phenyloxy
(k) $-N(R^a)_2$,
(l) $-(CH_2)_{1-3}N(R^a)_2$,
(m) $-R^t$,
~~(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$; and~~
~~(q) $-(CH_2)_{0-3}C(=O)R^a$;~~
(n) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(o) $-(CH_2)_{0-3}C(=O)R^a$;

(2) $-C_{3-6}$ cycloalkyl,

(3) a 5- or 6- membered heteroaromatic ring selected from thienyl, pyridyl, imidazolyl, pyrrolyl, pyrazolyl, thiazolyl, isothiazolyl, oxazolyl, isooxazolyl, pyrazinyl, pyrimidinyl, triazolyl, tetrazolyl, furanyl, and pyridazinyl, wherein the heteroaromatic ring is unsubstituted or substituted on nitrogen or carbon with 1 or 2 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) -S-C1-4 ~~-S-C1-6~~ alkyl,
(g) -CN,
(h) -OH,
(i) $-N(R^a)_2$,
(j) $-C_{1-4}$ alkyl-$N(R^a)_2$, ~~$-C_{1-6}$ alkyl-$N(R^a)_2$;~~
(k) $-R^t$,
(l) oxo,
(m) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(n) $-(CH_2)_{0-3}C(=O)R^a$;

(4) a 5- or 6- or 7- membered saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, thiazinanyl, thiazepanyl, azepanyl, thiadiazepanyl, dithiazepanyl, diazepanyl, and thiadiazinanyl; and wherein the heterocyclic ring is unsubstituted or substituted with 1 to 4 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) -CN,
(g) =O,
(h) phenyl,
(i) benzyl,
(j) phenylethyl,
(k) -OH,

(l) $-(CH_2)_{0-3}C(=O)N(R^a)_2$,
(m) $-(CH_2)_{0-3}C(=O)R^a$,
(n) $N(R^a)-C(=O)R^a$,
(o) $N(R^a)-CO_2R^a$,
(p) $(CH_2)_{1-3}N(R^a)-C(=O)R^a$,
(q) $N(R^a)_2$,
(r) $(CH_2)_{1-3}N(R^a)_2$,
(s) SO_2R^a,
(t) $-(CH_2)_{0-3}C(=O)R^t$,
(u) $-R^t$,
(v) $-N(R^a)R^t$, and
(w) $-(CH_2)_{1-3}R^t$; and

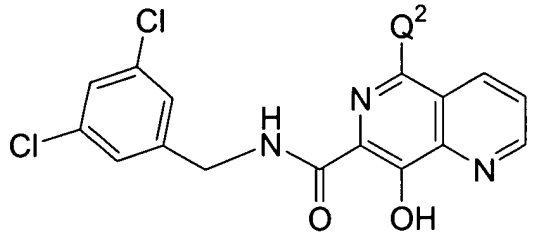
(5) an 8- to 10- membered heterobicyclic ring selected from indolyl, benzotriazolyl, benzoimidazolyl, imidazo[4,5-b]pyridinyl, dihydroimidazo[4,5-b]pyridinyl, pyrazolo[4,3-c]pyridinyl, dihydropyrazolo[4,3-c]pyridinyl, tetrahydropyrazolo[4,3-c]pyridinyl, pyrrolo[1,2-a]pyrazinyl, dihydropyrrolo[1,2-a]pyrazinyl, tetrahydropyrrolo[1,2-a]pyrazinyl, octahydropyrrolo[1,2-a]pyrazinyl, isoindolyl, indazolyl, indolinyl, isoindolinyl, quinolinyl, isoquinolinyl, quinoxalinyl, quinazolinyl, cinnolinyl, chromanyl, isochromanyl, and 1,2,3,4-tetrahydro-1,8-naphthyridinyl, wherein the bicyclic ring is unsubstituted or substituted with 1 or 2 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) -CN,
(g) =O, and
(h) -OH;

R^t is selected from pyrrolidinyl, pyrazolidinyl, imidazolinyl, piperidinyl, piperazinyl, pyrrolyl, pyridyl, imidazolyl, pyrazolyl, triazolyl, tetrazolyl, pyrazinyl, pyrimidinyl, and pyradizinyl; any one of which is unsubstituted or substituted with 1 or 2 substituents independently selected from -F, -Cl, -Br, oxo, methyl, and methoxy;

or a pharmaceutically acceptable salt thereof.

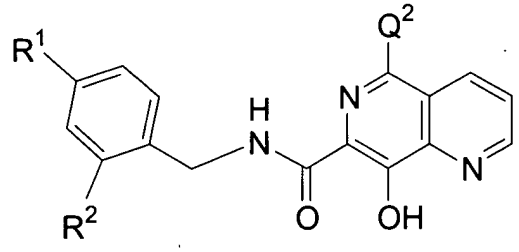
10. (original) The compound according to claim 9, which is a compound of Formula (VI):



(VI);

or a pharmaceutically acceptable salt thereof.

11. (currently amended) A compound of Formula (V-A):



(V-A);

Q^2 is

(1) -H,
(2) methyl,
(3) ethyl,
(4) CF_3,
(5) methoxy,
(6) ethoxy
(7) $-OCF_3$
(8) halo selected from -F, -Cl and -Br,
(9) -CN,
(10) $-CH_2OH$,
(11) $-CH_2OCH_3$
(12) $-(CH_2)_{0-2}C(=O)CH_3$,
(13) $-(CH_2)_{0-2}CO_2CH_3$,
(14) $-SR^a$,
(15) $-N(R^a)_2$,
(16) $-(CH_2)_{1-2}N(R^a)_2$,
(17) $-(CH_2)_{0-2}C(=O)N(R^a)_2$,

(18) -S-CH_2-C(=O)N(R^a)$_2$,

(19) -O-CH_2-C(=O)N(R^a)$_2$,

(20) -N(SO_2R^a)-CH_2-C(=O)N(R^a)$_2$,

(21) -N(R^a)-C(R^a)=O,

(22) -C(=O)-N(R^a)-$(CH_2)_{1-2}$-C(=O)N(R^a)$_2$,

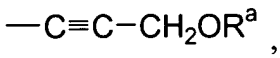
(23) -C(=O)-N(R^a)-$(CH_2)_{1-2}OR^a$,

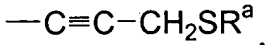
(24) -C(=O)-N(R^a)-$(CH_2)_{1-3}$-N(R^a)$_2$,

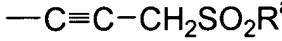
(25) -SO_2R^a,

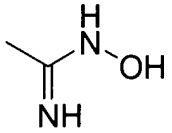
(26) -N(R^a)SO_2R^a,

(27) -CH=CH-C(=O)-N(R^a)$_2$,

(28)  ,

(29)  ,

(30)  ,

(31)  ,

(32) -N(R^a)-$(CH_2)_{1-3}SR^a$,

(33) -N(R^a)-$(CH_2)_{1-3}OR^a$,

(34) -N(R^a)-$(CH_2)_{1-3}$N(R^a)$_2$,

(35) -N(R^a)-$(CH_2)_{1-3}$N(R^a)-C(R^a)=O,

(36) -N(R^a)CH_2-C(=O)N(R^a)$_2$,

(37) -N(R^a)-C(=O)-C(=O)-N(R^a)$_2$,

(38) -N(R^a)-C(=O)-N(R^a)$_2$,

(39) -N(R^a)-$(CH_2)_{1-2}$-CO_2R^a,

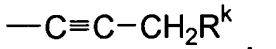
(40) -N(R^a)-C(=O)-N(R^a)-$(CH_2)_{1-2}$-C(=O)-N(R^a)$_2$,

(41) -N(R^a)-C(=O)-$(CH_2)_{1-2}$-C(=O)-N(R^a)$_2$,

(42) -N(R^a)-SO_2-N(R^a)$_2$,

(43) -R^k,

(44) -$(CH_2)_{1-4}R^k$,

(45)  ,

(46) -O-R^k,

(47) -S-R^k,

(48) -SO_2-R^k,

(49) -N(R^c)-R^k,

(50) -N(R^c)-$(CH_2)_{1-4}$H substituted with one or two R^k groups,

(51) $-N(R^c)-(CH_2)_{1-4}OR^k$,

(52) $-C(=O)-R^k$,

(53) $-C(=O)N(R^a)-R^k$,

(54) $-N(R^a)-C(=O)-R^k$,

(55) $-C(=O)N(R^a)-(CH_2)_{1-4}R^k$, or

~~(56) $-N(R^a)-SO_2R^k$,~~

(56) $-N(R^a)-SO_2R^k$,

each of R^1 and R^2 is independently:

(1) -H,

(2) methyl,

(3) ethyl,

(4) CF_3,

(5) methoxy,

(6) ethoxy

(7) $-OCF_3$

(8) halo selected from -F and -Cl,

(9) -CN,

(10) $-CH_2OR^a$,

(11) $-CO_2R^a$,

(12) $-SR^a$,

(13) $-N(R^a)_2$,

(14) $-(CH_2)_{1-3}N(R^a)_2$,

(15) $-SO_2R^a$,

(16) $-R^k$,

(17) $-(CH_2)_{1-3}R^k$,

(18) $-O-R^k$, or

(19) $-O-(CH_2)_{1-3}R^k$;

each R^a is independently -H or $-C_{1-4}$ alkyl;

each R^c is independently -H, $-C_{1-4}$ alkyl, or $-(CH_2)_{1-3}N(R^a)_2$;

each R^k is independently:

(1) phenyl which is unsubstituted or substituted with from 1 to 4 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) phenyl,
(g) $-S-CH_3$,
(h) -CN,
(i) -OH,
(j) phenyloxy
(k) $-N(R^a)_2$,
(l) $-(CH_2)_{1-3}N(R^a)_2$,
(m) $-R^t$,
~~(p) $-(CH_2)_{0-3}C(=O)N(R^a)_2$; and~~
~~(q) $-(CH_2)_{0-3}C(=O)R^a$;~~
(n) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and
(o) $-(CH_2)_{0-3}C(=O)R^a$;

(2) $-C_{3-6}$ cycloalkyl,

(3) a 5- or 6- membered heteroaromatic ring selected from thienyl, pyridyl, imidazolyl, pyrrolyl, pyrazolyl, thiazolyl, isothiazolyl, oxazolyl, isooxazolyl, pyrazinyl, pyrimidinyl, triazolyl, tetrazolyl, furanyl, and pyridazinyl, wherein the heteroaromatic ring is unsubstituted or substituted on nitrogen or carbon with 1 or 2 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) $-S-C_{1-6}$ alkyl,
(g) -CN,
(h) -OH,
(i) $-N(R^a)_2$,
(j) $-C_{1-6}$ alkyl-$N(R^a)_2$,
(k) $-R^t$,
(l) oxo,
(m) $-(CH_2)_{0-3}C(=O)N(R^a)_2$, and

(n) $-(CH_2)_{0-3}C(=O)R^a$;

(4) a 5- or 6- or 7- membered saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, thiazinanyl, thiazepanyl, azepanyl, thiadiazepanyl, dithiazepanyl, diazepanyl, and thiadiazinanyl; and wherein the heterocyclic ring is unsubstituted or substituted with 1 to 4 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) -CN,
(g) =O,
(h) phenyl,
(i) benzyl,
(j) phenylethyl,
(k) -OH,
(l) $-(CH_2)_{0-3}C(=O)N(R^a)_2$,
(m) $-(CH_2)_{0-3}C(=O)R^a$,
(n) $N(R^a)$-$C(=O)R^a$,
(o) $N(R^a)$-CO_2R^a,
(p) $(CH_2)_{1-3}N(R^a)$-$C(=O)R^a$,
(q) $N(R^a)_2$,
(r) $(CH_2)_{1-3}N(R^a)_2$,
(s) SO_2R^a,
(t) $-(CH_2)_{0-3}C(=O)R^t$,
(u) $-R^t$,
(v) $-N(R^a)R^t$, and
(w) $-(CH_2)_{1-3}R^t$; and

(5) an 8- to 10- membered heterobicyclic ring selected from indolyl, benzotriazolyl, benzoimidazolyl, imidazo[4,5-b]pyridinyl, dihydroimidazo[4,5-b]pyridinyl, pyrazolo[4,3-c]pyridinyl, dihydropyrazolo[4,3-c]pyridinyl, tetrahydropyrazolo[4,3-c]pyridinyl, pyrrolo[1,2-a]pyrazinyl, dihydropyrrolo[1,2-a]pyrazinyl, tetrahydropyrrolo[1,2-a]pyrazinyl, octahydropyrrolo[1,2-a]pyrazinyl, isoindolyl, indazolyl, indolinyl, isoindolinyl, quinolinyl, isoquinolinyl, quinoxalinyl, quinazolinyl, cinnolinyl, chromanyl, isochromanyl, and 1,2,3,4-

tetrahydro-1,8-naphthyridinyl, wherein the bicyclic ring is unsubstituted or substituted with 1 or 2 substituents independently selected from:

(a) halogen selected from -F, -Cl, and -Br,
(b) methyl or ethyl,
(c) $-CF_3$,
(d) methoxy,
(e) $-OCF_3$,
(f) -CN,
(g) =O, and
(h) -OH;

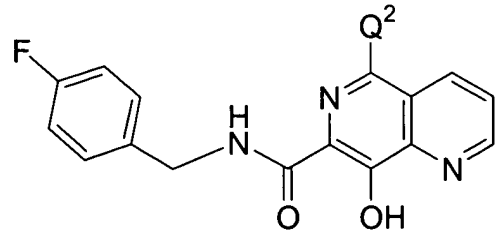
R^t is selected from pyrrolidinyl, pyrazolidinyl, imidazolinyl, piperidinyl, piperazinyl, pyrrolyl, pyridyl, imidazolyl, pyrazolyl, triazolyl, tetrazolyl, pyrazinyl, pyrimidinyl, and pyradizinyl; any one of which is unsubstituted or substituted with 1 or 2 substituents independently selected from -F, -Cl, -Br, oxo, methyl, and methoxy;

or a pharmaceutically acceptable salt thereof.

12. (original) The compound according to claim 11, wherein R^1 is H or F, and R^2 is H or $-SO_2CH_3$, with the proviso that R^1 and R^2 are not both H;

or a pharmaceutically acceptable salt thereof.

13. (original) The compound according to claim 12, which is a compound of Formula (VIII):



(VIII);

or a pharmaceutically acceptable salt.

14. (original) The compound according to claim 12, wherein

Q^2 is:

(1) $-C(=O)N(R^a)_2$,
(2) $-CH_2C(=O)N(R^a)_2$,
(3) $-CH_2CH_2C(=O)N(R^a)_2$,
(4) $-S-CH_2-C(=O)N(R^a)_2$,
(5) $-O-CH_2-C(=O)N(R^a)_2$,
(6) $-N(R^a)-C(R^a)=O$,
(7) $-N(SO_2R^a)-CH_2-C(=O)N(R^a)_2$,
(8) $-N(R^a)-C(=O)-C(=O)-N(R^a)_2$,
(9) $-N(R^a)SO_2R^a$,
(10) $-CH=CH-C(=O)-N(R^a)_2$,
(11) $-N(R^a)CH_2-C(=O)N(R^a)_2$,
(12) $-N(R^a)-C(=O)-N(R^a)_2$,
(13) $-R^k$,
(14) $-(CH_2)_{1-3}R^k$, or
(15) $-N(R^c)-(CH_2)_{1-3}R^k$,

each R^a is independently -H or $-C_{1-4}$ alkyl;

each R^c is independently -H or $-C_{1-4}$ alkyl; and

R^k is a saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, 1,2-thiazinanyl, 1,4-thiazepanyl, 1,2,5-thiadiazepanyl, 1,5,2-dithiazepanyl, 1,4-diazepanyl, and 1,2,6-thiadiazinanyl, wherein the heterocyclic ring is unsubstituted or substituted with 1 to 4 substituents independently selected from:

(a) methyl or ethyl,
(b) =O,
(c) $-C(=O)N(R^a)_2$,
(d) $-CH_2C(=O)N(R^a)_2$,
(e) $-C(=O)R^a$, or
(f) $-SO_2R^a$;

or a pharmaceutically acceptable salt thereof.

15. (original) The compound according to claim 14, wherein

Q^2 is:

(1) $-C(=O)N(R^a)_2$,
(2) $-CH_2C(=O)N(R^a)_2$,
(3) $-CH_2CH_2C(=O)N(R^a)_2$,
(4) $-S-CH_2-C(=O)N(R^a)_2$,
(5) $-O-CH_2-C(=O)N(R^a)_2$,
(6) $-N(SO_2R^a)-CH_2-C(=O)N(R^a)_2$,
(7) $-N(R^a)-C(=O)-C(=O)-N(R^a)_2$,
(8) $-N(R^a)SO_2R^a$,
(9) $-CH=CH-C(=O)-N(R^a)_2$,
(10) $-N(R^a)CH_2-C(=O)N(R^a)_2$,
(11) $-N(R^a)-C(=O)-N(R^a)_2$,
(12) $-R^k$,
(13) $-(CH_2)_{1-2}R^k$, or
(14) $-NH-(CH_2)_{1-2}R^k$;

each R^a is independently methyl, ethyl, or isopropyl; and

R^k is a saturated heterocyclic ring selected from piperidinyl, morpholinyl, thiomorpholinyl, thiazolidinyl, isothiazolidinyl, oxazolidinyl, isooxazolidinyl, pyrrolidinyl, imidazolidinyl, piperazinyl, tetrahydrofuranyl, pyrazolidinyl, hexahydropyrimidinyl, 1,2-thiazinanyl, 1,4-thiazepanyl, 1,2,5-thiadiazepanyl, 1,5,2-dithiazepanyl, 1,4-diazepanyl, and 1,2,6-thiadiazinanyl, wherein the heterocyclic ring is unsubstituted or substituted with 1 to 4 substituents independently selected from:

(a) methyl or ethyl,
(b) =O,
(c) $-C(=O)NH_2$,
(d) $-C(=O)CH_3$, or
(e) $-SO_2CH_3$;

or a pharmaceutically acceptable salt thereof.

16. (withdrawn)

17. (withdrawn)

18. (withdrawn)

19. (withdrawn)

20. (withdrawn)

21. (currently amended) A compound according to claim 1, which is a compound selected from the group consisting of

N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-[(1R,S)-2,3-dihydro-1H-inden-1-yl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-[2-(3-chlorophenyl)ethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-[2-(2-chlorophenyl)ethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-[2-(1,1'-biphenyl-4-yl)ethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-[2-(4-phenoxyphenyl)ethyl]-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(3-phenylpropyl)-1,6-naphthyridine-7-carboxamide;

N-(1,1'-biphenyl-2-ylmethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(1,1'-biphenyl-3-ylmethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-phenyl-1,6-naphthyridine-7-carboxamide;

8 N-(2-chlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-benzyl-8-hydroxy-N-methyl-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(1-methyl-1-phenylethyl)-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(2-phenylethyl)-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(1-naphthylmethyl)-1,6-naphthyridine-7-carboxamide;

N-benzyl-8-hydroxy-N-phenyl-1,6-naphthyridine-7-carboxamide;

N-(3-chlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-chlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

Methyl (2S)-{[(8-hydroxy-1,6-naphthyridin-7-yl)carbonyl]amino} (phenyl)ethanoate;

Ethyl N-benzyl-N-[(8-hydroxy-1,6-naphthyridin-7-yl)carbonyl]glycinate;

N-benzyl-8-hydroxy-N-(2-phenylethyl)-1,6-naphthyridine-7-carboxamide;

N-(1,2-diphenylethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2,3-dihydro-1H-inden-2-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-benzyl-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2-anilinoethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2,2-diphenylethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,3-diphenylpropyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2-chloro-6-phenoxybenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

Methyl (2R)-{[(8-hydroxy-1,6-naphthyridin-7-yl)carbonyl]amino} (phenyl)ethanoate;

8-hydroxy-N-(1,2,3,4-tetrahydronaphthalen-1-yl)-1,6-naphthyridine-7-carboxamide;

N-(2,3-dihydro-1H-inden-1-ylmethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(6,7,8,9-tetrahydro-5H-benzo[a][7]annulen-6-ylmethyl)-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-[2-(1-naphthylamino)ethyl]-1,6-naphthyridine-7-carboxamide;

N-(2,3-dihydro-1H-inden-2-ylmethyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-[(1R)-1-phenylethyl]-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-[(1S)-1-phenylethyl]-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(3-hydroxy-1-phenylpropyl)-1,6-naphthyridine-7-carboxamide;

N-[2-(4-chlorophenyl)ethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-[(1R)-2-hydroxy-1-phenylethyl]-1,6-naphthyridine-7-carboxamide;

N-[(1S)-1-benzyl-2-hydroxyethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-[(1R)-1-benzyl-2-hydroxyethyl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(2-hydroxy-2-phenylethyl)-1,6-naphthyridine-7-carboxamide;

5-chloro-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-piperidin-1-yl-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-phenyl-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(1H-imidazol-1-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-morpholin-4-yl-1,6-naphthyridine-7-carboxamide;

(±)-8-hydroxy-N-[(*cis*)-3-phenyl-2,3-dihydro-1H-inden-1-yl]-1,6-naphthyridine-7-carboxamide

5-bromo-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(benzyl)-8-hydroxy-5-phenyl-1,6-naphthyridine-7-carboxamide;

N-(2,3-dihydro-1H-inden-1-yl)-8-hydroxy-5-phenyl-1,6-naphthyridine-7-carboxamide;

8-hydroxy-N-(1-naphthylmethyl)-5-phenyl-1,6-naphthyridine-7-carboxamide;

N-(2,5-dichlorobenzyl)-8-hydroxy-5-phenyl-1,6-naphthyridine-7-carboxamide;

N-(3-chlorobenzyl)-8-hydroxy-5-phenyl-1,6-naphthyridine-7-carboxamide;

N-[(1S)-2,3-dihydro-1H-inden-1-yl]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-phenoxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-methylpiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

5-(4-benzylpiperazin-1-yl)-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-{4-[2-(formylamino)ethyl]piperazin-1-yl}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-pyridin-2-ylpiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-pyrrolidin-1-ylpiperidin-1-yl)-1,6-naphthyridine-7-carboxamide;

5-anilino-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-{[3-(formylamino)propyl]amino}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-{[2-(dimethylamino)ethyl]amino}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-morpholin-4-ylethyl)amino]-1,6-naphthyridine-7-carboxamide;

5-[(1-benzylpiperidin-4-yl)amino]-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-[[2-(dimethylamino)ethyl](methyl)amino]-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-Hydroxy-5-phenylsulfanyl-[1,6]naphthyridine-7-carboxylic acid 3,5-dichlorobenzylamide;

5-benzenesulfonyl-8-hydroxy-[1,6]naphthyridine-7-carboxylic acid 3,5-dichlorobenzylamide;

tert-butyl 1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)pyrrolidin-3-ylcarbamate;

5-(3-aminopyrrolidin-1-yl)-N-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide trifluoroacetate;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4*H*-1,2,4-triazol-4-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(1*H*-1,2,4-triazol-1-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(3-hydroxypyrrolidin-1-yl)-1,6-naphthyridine-7-carboxamide;

5-[3-(acetylamino)pyrrolidin-1-yl]-*N*-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-(4-formylpiperazin-1-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)piperazine;

8-Hydroxy-5-(3-hydroxy-prop-1-ynyl)-[1,6]naphthyridine-7-carboxylic acid 3,5-dichloro-benzylamide;

1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-4-(2-oxo-2-pyrrolidin-1-ylethyl)piperazine;

8-Hydroxy-5-(3-piperidin-1-yl-prop-1-ynyl)-[1,6]naphthyridine-7-carboxylic acid 3,5-dichloro-benzylamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-thiomorpholin-4-yl-1,6-naphthyridine-7-carboxamide;

5-[3-(aminocarbonyl)piperidin-1-yl]-*N*-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-4-(2-phenylethyl)piperazine;

4-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]pyridine;

5-[(cyclopropylmethyl)amino]-*N*-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-{[2-(formylamino)ethyl]amino}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

2-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]ethanamine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-methoxyethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-{[2-(methylthio)ethyl]amino}-1,6-naphthyridine-7-carboxamide;

1-{2-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]ethyl}pyrrolidine;

1 *N*-(3,5-dichlorobenzyl)-8-hydroxy-5-pyrrolidin-1-yl-1,6-naphthyridine-7-carboxamide;

3-{2-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]ethyl}pyridine;

1-{3-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]propyl}-1*H*-imidazoline;

1-{3-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]propyl}pyrrolidine;

1-(2-aminoethyl)-4-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)piperazine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-phenoxyethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-{[3-(2-oxopyrrolidin-1-yl)propyl]amino}-1,6-naphthyridine-7-carboxamide;

2-[benzyl(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]ethanamine;

1-{3-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)amino]propyl}-4-methylpiperazine;

1:1 mixture of 1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-1*H*-imidazo[4,5-*b*]pyridine and 3-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-3*H*-imidazo[4,5-*b*]pyridine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-{[4-(3-methyl-2-oxoimidazolidin-1-yl)phenyl]amino}-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(1,4,6,7-tetrahydro-5*H*-pyrazolo[4,3-*c*]pyridin-5-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-({[(2*R*)-5-oxopyrrolidin-2-yl]methyl}amino)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-{[(5-oxo-4,5-dihydro-1*H*-1,2,4-triazol-3-yl)methyl]amino}-1,6-naphthyridine-7-carboxamide;

2-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)octahydropyrrolo[1,2-*a*]pyrazine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[4-(pyrimidin-2-ylamino)piperidin-1-yl]-1,6-naphthyridine-7-carboxamide

2-{2-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)(methyl)amino]ethyl}pyridine;

N-(3,5-dichlorobenzyl)-5-(dimethylamino)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-Hydroxy-5-(3-morpholin-4-yl-prop-1-ynyl)-[1,6]naphthyridine-7-carboxylic acid 3,5-dichloro-benzylamide;

N-(3,5-difluorobenzyl)-8-hydroxy-5-(methylsulfonyl)-1,6-naphthyridine-7-carboxamide;

5-cyano-N-(2,3-dimethoxybenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-thien-2-yl-1,6-naphthyridine-7-carboxamide;

8-hydroxy-5-phenylsulfanyl-[1,6]naphthyridine-7-carboxylic acid 2-methylsulfanylbenzylamide;

N-(2,3-dimethoxybenzyl)-8-hydroxy-5-(methylsulfonyl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-hydroxyethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(propylamino)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(1H-imidazol-4-ylethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(3-phenylprop-1-yl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(3-morpholin-4-ylpropyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[4-(pyridin-2-ylmethyl)piperazin-1-yl]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-morpholin-4-yl-2-pyridin-3-ylethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(2,3-dimethoxybenzyl)-5-{[4-(dimethylamino)phenyl]thio}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

8-hydroxy-5-methyl~~hydroxy-6-methyl~~ -[1,6]naphthyridine-7-carboxylic acid 3,5-dichloro-benzylamide;

8-hydroxy-5-methyl~~hydroxy-6-methyl~~ -[1,6]naphthyridine-7-carboxylic acid 4-fluoro-benzylamide;

5-bromo-N-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-4-methylpiperazine;

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)piperazine;

5-[[2-(dimethylamino)-2-oxoethyl](methyl)amino]-N-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-N-1-,N-2-,N-2-trimethylethanediamide ;

N-(4-fluorobenzyl)-5-(2,6-dioxohexahydropyrimidin-4-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

5-(1,3-dimethyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

5-(1-methyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

5-(3-methyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(5-oxo-1,4-thiazepan-7-yl)[1,6]naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(1-oxido-5-oxo-1,4-thiazepan-7-yl)-[1,6]naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(1,1-dioxido-5-oxo-1,4-thiazepan-7-yl)[1,6]-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-{[2-(dimethylamino)-2-oxoethyl]sulfanyl}-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(dimethylamino)-2-oxoethoxy]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-{[2-(dimethylamino)-2-oxoethyl](methylsulfonyl)amino}-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[3-(dimethylamino)-3-oxopropyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[(1*E*)-3-(dimethylamino)-3-oxo-1-propenyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(3-oxo-1-piperazinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(2-oxo-1-imidazolidinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(2-oxo-1-piperazinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

5-(1,1-dioxido-1,2-thiazinan-2-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

5-(1,1-dioxidoisothiazolidin-2-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-[methyl(methylsulfonyl)amino]-1,6-naphthyridine-7-carboxamide;

5-[acetyl(methyl)amino]-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

5-[[(dimethylamino)carbonyl](methyl)amino]-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

~~N-(4-fluorobenzyl)-6-hydroxy-3-methyl-1-(2-morpholin-4-ylethyl)-2-oxo-2,3-dihydro-1H-pyrimido[4,5,6-de]-1,6-naphthyridine-5-carboxamide;~~

N-(4-fluorobenzyl)-8-hydroxy-5-thiomorpholin-4-yl-1,6-naphthyridine-7-carboxamide;

5-(1,1-dioxidothiomorpholin-4-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(4-methyl-3-oxopiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

~~1-(7-{[4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl-L-prolinamide;~~

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-L-prolinamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(2-oxotetrahydropyrimidin-1(2*H*)-yl)-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(2-oxoimidazolidin-1-yl)-1,6-naphthyridine-7-carboxamide;

N-7-(4-fluorobenzyl)-8-hydroxy-*N* 5, *N* 5-dimethyl-1,6-naphthyridine-5,7-dicarboxamide;

N-7-(4-fluorobenzyl)-8-hydroxy-*N* 5-isopropyl-*N* 5-methyl-1,6-naphthyridine-5,7-dicarboxamide;

N-7-(4-fluorobenzyl)-8-hydroxy-*N* 5-(2-morpholin-4-ylethyl)-1,6-naphthyridine-5,7-dicarboxamide;

N 5-[2-(dimethylamino)-2-oxoethyl]-*N* 7-(4-fluorobenzyl)-8-hydroxy-*N* 5-methyl-1,6-naphthyridine-5,7-dicarboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-5-methyl-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-5-ethyl-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-1,5,2-dithiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1,5,5-tetraoxido-1,5,2-dithiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,4-dimethyl-7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1-methyl-7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide;

N-(4-Fluorobenzyl)-5-(7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)thiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)-1-oxidothiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)-1,1-dioxidothiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(2-Acetyl-1-methylpyrazolidin-3-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-[5-(methylsulfonyl)-1,1-dioxido-1,2,5-thiadiazepan-2-yl]-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5(6-methyl-1,1-dioxido-1,2,6-thiadiazinan-2yl)-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-{methyl[(1-methyl-1*H*-imidazol-4-yl)sulfonyl]amino}-1,6-naphthyridine-7-carboxamide;

N-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-5-{methyl[(1-methyl-1*H*-imidazol-4-yl)sulfonyl]amino}-1,6-naphthyridine-7-carboxamide;

N-7-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-N-5-,N-5-dimethyl-1,6-naphthyridine-5,7-dicarboxamide;

N-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-5-(1,1-dioxido-1,2-thiazinan-2-yl)-1,6-naphthyridine-7-carboxamide

N-(2-(methylsulfonyl)benzyl)-5-(1,1-dioxido-1,2-thiazinan-2-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

~~*N*-(2-[(dimethylaminosulfonyl]-4-fluorobenzyl)-5-(1,1-dioxido-1,2-thiazinan-2-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;~~

N-(4-fluorobenzyl)-8-hydroxy-5-(1-methyl-5-oxopyrrolidin-3-yl)-1,6-naphthyridine-7-carboxamide;

and pharmaceutically acceptable salts thereof.

22. (currently amended) A compound ~~according to claim 21, which is a compound~~ selected from the group consisting of

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-4-methylpiperazine;

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)piperazine;

N-(3,5-dichlorobenzyl)-5-(4-formylpiperazin-1-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-5-{4-[2-(formylamino)ethyl]piperazin-1-yl}-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[4-(pyridin-2-ylmethyl)piperazin-1-yl]-1,6-naphthyridine-7-carboxamide;

1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-4-(2-oxo-2-pyrrolidin-1-ylethyl)piperazine;

1-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)piperazine;

2-(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)octahydropyrrolo[1,2-*a*]pyrazine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(1,4,6,7-tetrahydro-5*H*-pyrazolo[4,3-*c*]pyridin-5-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-{[4-(3-methyl-2-oxoimidazolidin-1-yl)phenyl]amino}-1,6-naphthyridine-7-carboxamide;

5-[3-(aminocarbonyl)piperidin-1-yl]-*N*-(3,5-dichlorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-pyrrolidin-1-ylpiperidin-1-yl)-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-morpholin-4-ylethyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-methylpiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

8-hydroxy-5-methyl~~hydroxy-6-methyl~~ -[1,6]naphthyridine-7-carboxylic acid 3,5-dichloro-benzylamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[4-(pyrimidin-2-ylamino)piperidin-1-yl]-1,6-naphthyridine-7-carboxamide

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(3-morpholin-4-ylpropyl)amino]-1,6-naphthyridine-7-carboxamide;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-[(2-morpholin-4-yl-2-pyridin-3-ylethyl)amino]-1,6-naphthyridine-7-carboxamide;

2-{2-[(7-{[(3,5-dichlorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)(methyl)amino]ethyl}pyridine;

N-(3,5-dichlorobenzyl)-8-hydroxy-5-(4-pyridin-2-ylpiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

and pharmaceutically acceptable salts thereof.

23. (currently amended) A compound ~~according to claim 21, which is a compound~~ selected from the group consisting of

5-[[2-(dimethylamino)-2-oxoethyl](methyl)amino]-N-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-N-1-,N-2-,N-2-trimethylethanediamide ;

N-(4-fluorobenzyl)-5-(2,6-dioxohexahydropyrimidin-4-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

5-(1,3-dimethyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

5-(1-methyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

5-(3-methyl-2,6-dioxohexahydro-4-pyrimidinyl)-N-(4-fluorobenzyl)-8-hydroxy[1,6]-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(5-oxo-1,4-thiazepan-7-yl)[1,6]naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(1-oxido-5-oxo-1,4-thiazepan-7-yl)-[1,6]naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(1,1-dioxido-5-oxo-1,4-thiazepan-7-yl)[1,6]-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-{[2-(dimethylamino)-2-oxoethyl]sulfanyl}-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(dimethylamino)-2-oxoethoxy]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-{[2-(dimethylamino)-2-oxoethyl](methylsulfonyl)amino}-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[3-(dimethylamino)-3-oxopropyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[(1*E*)-3-(dimethylamino)-3-oxo-1-propenyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(3-oxo-1-piperazinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(2-oxo-1-imidazolidinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[2-(2-oxo-1-piperazinyl)ethyl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

5-(1,1-dioxido-1,2-thiazinan-2-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

5-(1,1-dioxidoisothiazolidin-2-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-[methyl(methylsulfonyl)amino]-1,6-naphthyridine-7-carboxamide;

5-[acetyl(methyl)amino]-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

5-[[(dimethylamino)carbonyl](methyl)amino]-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

~~N-(4-fluorobenzyl)-6-hydroxy-3-methyl-1-(2-morpholin-4-ylethyl)-2-oxo-2,3-dihydro-1H-pyrimido[4,5,6-de]-1,6-naphthyridine-5-carboxamide;~~

N-(4-fluorobenzyl)-8-hydroxy-5-thiomorpholin-4-yl-1,6-naphthyridine-7-carboxamide;

5-(1,1-dioxidothiomorpholin-4-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(4-methyl-3-oxopiperazin-1-yl)-1,6-naphthyridine-7-carboxamide;

~~1-(7-{[4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl-L-prolinamide;~~

1-(7-{[(4-fluorobenzyl)amino]carbonyl}-8-hydroxy-1,6-naphthyridin-5-yl)-L-prolinamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(2-oxotetrahydropyrimidin-1(2*H*)-yl)-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(2-oxoimidazolidin-1-yl)-1,6-naphthyridine-7-carboxamide;

N-7-(4-fluorobenzyl)-8-hydroxy-*N* 5, *N* 5-dimethyl-1,6-naphthyridine-5,7-dicarboxamide;

N 7-(4-fluorobenzyl)-8-hydroxy-*N* 5-isopropyl-*N* 5-methyl-1,6-naphthyridine-5,7-dicarboxamide;

N 7-(4-fluorobenzyl)-8-hydroxy-*N* 5-(2-morpholin-4-ylethyl)-1,6-naphthyridine-5,7-dicarboxamide;

N 5-[2-(dimethylamino)-2-oxoethyl]-*N* 7-(4-fluorobenzyl)-8-hydroxy-*N* 5-methyl-1,6-naphthyridine-5,7-dicarboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

and pharmaceutically acceptable salts thereof.

24. (currently amended) A compound ~~according to claim 21, which is a compound~~ selected from the group consisting of

N-(4-fluorobenzyl)-5-(1,1-dioxido-5-methyl-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-5-ethyl-4-oxo-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-1,5,2-dithiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1,5,5-tetraoxido-1,5,2-dithiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,4-dimethyl-7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1-methyl-7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide;

N-(4-Fluorobenzyl)-5-(7-oxo-1,4-diazepan-5-yl)-8-hydroxy-[1,6]-napthyridine-7-carboxamide

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)thiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)-1-oxidothiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-[4-(methylsulfonyl)-1,1-dioxidothiomorpholin-2-yl]-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(2-Acetyl-1-methylpyrazolidin-3-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-5-(1,1-dioxido-1,2,5-thiadiazepan-2-yl)-8-hydroxy-[1,6]napthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-[5-(methylsulfonyl)-1,1-dioxido-1,2,5-thiadiazepan-2-yl]-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5(6-methyl-1,1-dioxido-1,2,6-thiadiazinan-2yl)-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-{methyl[(1-methyl-1*H*-imidazol-4-yl)sulfonyl]amino}-1,6-naphthyridine-7-carboxamide;

N-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-5-{methyl[(1-methyl-1*H*-imidazol-4-yl)sulfonyl]amino}-1,6-naphthyridine-7-carboxamide;

N-7-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-N-5-,N-5-dimethyl-1,6-naphthyridine-5,7-dicarboxamide;

N-[4-fluoro-2-(methylsulfonyl)benzyl]-8-hydroxy-5-(1,1-dioxido-1,2-thiazinan-2-yl)-1,6-naphthyridine-7-carboxamide

N-(2-(methylsulfonyl)benzyl)-5-(1,1-dioxido-1,2-thiazinan-2-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(2-[(dimethylamino)sulfonyl~~aminosulfonyl~~]-4-fluorobenzyl)-5-(1,1-dioxido-1,2-thiazinan-2-yl)-8-hydroxy-1,6-naphthyridine-7-carboxamide;

N-(4-fluorobenzyl)-8-hydroxy-5-(1-methyl-5-oxopyrrolidin-3-yl)-1,6-naphthyridine-7-carboxamide;

and pharmaceutically acceptable salts thereof.

25. (original) A pharmaceutical composition comprising a therapeutically effective amount of a compound according to claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

26. (original) A method of inhibiting HIV integrase in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the compound according to claim 1 or a pharmaceutically acceptable salt thereof.

27. (currently amended) A method for ~~preventing or~~ treating infection by HIV or for ~~preventing,~~ treating or delaying the onset of AIDS in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the compound according to claim 1 or a pharmaceutically acceptable salt thereof.

28. (withdrawn)

29. (withdrawn)

30. (original) A method of inhibiting HIV integrase in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the composition according to claim 25.

31. (currently amended) A method for ~~preventing or~~ treating infection by HIV or for ~~preventing, treating,~~ treating or delaying the onset of AIDS in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the composition according to claim 25.

32. (original) A pharmaceutical composition which comprises the product prepared by combining an effective amount of a compound of claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

33. (withdrawn)

34. (withdrawn)

35. (withdrawn)

36. (withdrawn)

37. (previously added) The compound according to claim 23, which is 5-(1,1-dioxido-1,2-thiazinan-2-yl)-*N*-(4-fluorobenzyl)-8-hydroxy-1,6-naphthyridine-7-carboxamide; or a pharmaceutically acceptable salt thereof.